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## **China Success Finance Group Holdings Limited**

**(中國集成金融集團控股有限公司)**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3623)**

### **CESSATION OF ACQUISITION OF DRAGON HARVEST INTERNATIONAL LIMITED**

Reference is made to the announcement (the “**Announcement**”) of China Success Finance Group Holdings Limited (the “**Company**”) dated 27 January 2016 in relation to, among other things, the Acquisition of Dragon Harvest International Limited from connected persons involving the issue of the Consideration Shares and the Convertible Bonds and the announcements (the “**Delay Announcements**”, each the “**Delay Announcement**”) of the Company dated 22 February 2016, 7 March 2016, 21 March 2016, 11 April 2016, 9 May 2016, 6 June 2016, 4 July 2016 and 1 August 2016 in relation to the delay in despatch of the Circular (as defined below). Capitalised terms used herein shall have the same meanings as defined in the Announcement and the Delay Announcements unless the context requires otherwise.

As disclosed in the Delay Announcement dated 1 August 2016, the circular (the “**Circular**”) containing, among other things, (i) further details of the Acquisition; (ii) the letter from the Independent Board Committee containing its opinion and recommendations to the Independent Shareholders in respect of the Acquisition; (iii) a letter of advice from the independent financial adviser appointed by the Company to advise the Independent Board Committee and the Independent Shareholders in respect of the Acquisition; (iv) the valuation report of the Target Group; and (v) a notice convening the EGM, was expected to be despatched to the Shareholders on or before 31 August 2016.

Pursuant to the Acquisition Agreement, if the Conditions are not waived or fulfilled on or before 31 August 2016 or such other date as may be agreed between the parties in writing (the “**Long Stop Date**”), the Acquisition Agreement shall cease and save and except antecedent breach thereof, neither the Vendors nor the Purchaser shall have any obligation towards each other.

As the Conditions are not waived or fulfilled on or before 31 August 2016 and the Vendors, the Purchaser and the Company did not agree to extend the Long Stop Date, the Acquisition Agreement ceases on 31 August 2016. Accordingly, no EGM will be convened and held by the Company for the Independent Shareholders to consider and approve the Acquisition Agreement and the transactions contemplated thereunder and no Circular would be issued.

The Company is of view that the cessation of the Acquisition Agreement will have no material adverse impact on the financial position and existing business operations of the Company. The Company may re-evaluate the feasibility of the Acquisition in the future.

By order of the Board  
**China Success Finance Group Holdings Limited**  
**Chen Hui**  
*Chief Executive Officer and Executive Director*

Hong Kong, 31 August 2016

*As at the date of this announcement, the Board comprises (i) five executive Directors, namely Mr. Zhang Tiewei, Mr. Chen Hui, Mr. Li Bin, Mr. Xu Kaiying and Mr. Wang Xiong, (ii) two non-executive Directors, namely, Mr. He Darong and Mr. Pang Haoquan, and (iii) four independent non-executive Directors, namely, Mr. Tsang Hung Kei, Mr. Au Tien Chee Arthur, Mr. Xu Yan and Mr. Zhou Xiaojiang.*