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## **VISION VALUES HOLDINGS LIMITED**

### **遠見控股有限公司**

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

**(Stock Code: 862)**

### **HOLDING ANNOUNCEMENT**

References are made to the announcements of Vision Values Holdings Limited (the “**Company**”) dated 24 June 2015 in relation to the trading halt in the shares of the Company (the “**Shares**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 9:06 a.m. on 24 June 2015, the announcement dated 30 June 2015 relating to the update on the latest developments of the Company (the “**First Announcement**”) and the announcement dated 10 July 2015 relating to certain clarification on the First Announcement, and the announcement dated 11 August 2015 relating to, among other things, the proposed subscription of new Shares by certain subscribers and the proposed distribution of the Company’s entire 51% interest in its non-wholly-owned subsidiary in specie (the “**August Announcement**”). Capitalised terms used herein shall have the same meaning as those defined in the August Announcement unless stated otherwise.

As mentioned in the August Announcement, the Stock Exchange has identified as an issue that the Company may become a cash company for the purpose of Rule 14.82 of the Listing Rules upon completion of the Subscriptions, such that unless such issue is resolved, the Company will not be regarded as suitable for listing and trading in the Company’s securities will be suspended upon completion of the Subscriptions. As at the date of this announcement, the Company is still seeking to satisfy the Stock Exchange on this issue.

The Board wishes to update the Shareholders that the Company and the subscribers as referred to in the August Announcement and their respective advisers are in the course of preparing the Subscription Announcement. The Subscription Announcement and/or, if appropriate, further announcement(s) providing updates on the Subscriptions, the Distribution In Specie, the Cash Alternative and the Whitewash Waiver will be made in due course in accordance with the Listing Rules, the Takeovers Code and Part XIVA of SFO.

## WARNING

**The Subscriptions and the transactions contemplated thereunder and the Distribution In Specie are subject to the fulfilment or waiver (as the case may be) of a number of conditions precedent respectively, including, among other things, approval by independent Shareholders at an extraordinary general meeting of the Company of the Subscriptions, the Distribution In Specie and the Whitewash Waiver, and the grant of the Whitewash Waiver by the SFC. As such, the Subscriptions and the transactions contemplated thereunder and the Distribution In Specie may or may not proceed.**

**Shareholders and potential investors of the Company are therefore advised to refer to the Subscription Announcement for full details regarding the P&P Subscription Agreement, the PC Subscription Agreement, the Distribution In Specie and the Whitewash Waiver. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

Trading in the Shares on the Stock Exchange remains suspended pending the publication of the Subscription Announcement.

By Order of the Board  
**Vision Values Holdings Limited**  
**Lo Lin Shing, Simon**  
*Chairman*

Hong Kong, 7 September 2015

*As at the date of this announcement, the Board comprises two executive directors namely Mr. Lo Lin Shing, Simon and Mr. Ho Hau Chong, Norman and three independent non-executive directors namely Mr. Tsui Hing Chuen, William JP, Mr. Lau Wai Piu and Mr. Lee Kee Wai, Frank.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*