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JINHUI HOLDINGS COMPANY LIMITED

金輝集團有限公司

(Incorporated in Hong Kong with limited liability)

Stock Code : 137

TERMINATION OF DISCLOSEABLE TRANSACTION

Reference is made to the announcement of the Company dated 10 April 2014 in relation to the discloseable transaction in which a subsidiary of the Company had entered into the Contract with the Contractor on 10 April 2014 for the acquisition of the Vessel.

The Company was informed by Jinhui Shipping that a deed of novation was entered into by the Contractor, the Purchaser and the Incoming Party on 28 May 2015. Upon signing the Deed of Novation, the Contractor and the Purchaser shall release each other from all future obligations under the Contract and the Incoming Party shall be entitled to all the rights and benefits of the Purchaser under the Contract and also agrees to be liable for all future obligations of the Purchaser under the Contract.

The conclusion of the Deed of Novation constitutes a termination of a discloseable transaction of Jinhui Holdings Company Limited (the "Company") previously announced pursuant to Chapter 14 of the Listing Rules and this announcement is made pursuant to Rule 14.36 of the Listing Rules.

Reference is made to the announcement of the Company dated 10 April 2014 (the "Announcement"). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Announcement stated that the Purchaser, an indirectly owned subsidiary of the Company, had entered into a construction and sale contract with the Contractor on 10 April 2014 for the acquisition of a deadweight 60,000 metric tons type single screw diesel propelled bulk carrier (the "Vessel") at a contract price of US\$29,100,000 (approximately HK\$226,980,000) (the "Contract"). The acquisition of the Vessel constituted a discloseable transaction of the Company under the Listing Rules.

The Company was informed by Jinhui Shipping that, on 28 May 2015, the Contractor, the Purchaser and Zanzibar Naviera S.A. (the "Incoming Party"), a company incorporated in the Republic of Panama, had entered into a deed of novation (the "Deed of Novation").

To the best of the Board's knowledge, information and belief having made all reasonable enquiry, the Incoming Party, its substantial shareholders and its respective associates do not hold shares of the Company, and are third parties independent of the Group and connected persons (as defined in the Listing Rules) of the Group.

Upon signing the Deed of Novation, the Contractor and the Purchaser shall release each other from all future obligations under the Contract to the following effect:

- the Purchaser agrees to transfer its rights and obligations under the Contract to the Incoming Party; and
- the Incoming Party shall be entitled to all the rights and benefits of the Purchaser under the Contract and also agrees to be liable for all future obligations of the Purchaser under the Contract; and
- the Purchaser agrees to the forfeiture of US\$2,910,000 (approximately HK\$22,698,000) already paid under the Contract; and
- the Contractor agrees to novate the Purchaser's rights and obligations under the Contract to the Incoming Party under the terms of the Deed of Novation with effect from 28 May 2015.

The Directors believe that the financial position and operations of the Group will not be adversely affected by entering into the Deed of Novation and will have the benefit of reducing future capital expenditure during an extremely challenging operating environment.

The Company will make appropriate adjustments to its consolidated financial statements to reflect the forfeiture of US\$2,910,000 (approximately HK\$22,698,000) already paid under the Contract, which is recorded as "Vessel under construction" in the consolidated financial statements of the Company.

The Group's principal activities include international ship chartering, ship owning and trading. The Group currently owns thirty six vessels which include two modern Post-Panamaxes, two modern Panamaxes, thirty modern grabs fitted Supramaxes, one Handymax and one Handysize.

By Order of the Board

Jinhui Holdings Company Limited

Ng Siu Fai

Chairman

Hong Kong, 28 May 2015

As at date of this announcement, the Executive Directors of the Company are Ng Siu Fai, Ng Kam Wah Thomas, Ng Ki Hung Frankie and Ho Suk Lin; and the Independent Non-executive Directors of the Company are Cui Jianhua, Tsui Che Yin Frank and William Yau.