

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



NINE EXPRESS LIMITED

九號運通有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 0009)

**MEMORANDUM OF UNDERSTANDING IN
RESPECT OF POSSIBLE COOPERATION**

The Board is pleased to announce that on 21 June 2016 (after trading hours), the Company entered into a non-legally binding MOU with HK Lu Yin in relation to the Possible Cooperation.

The Board wishes to emphasise that no binding agreement in relation to the Possible Cooperation has been entered into between the Company and HK Lu Yin as at the date of this announcement.

In the event the Possible Cooperation under the MOU materialises, it may constitute a notifiable transaction on the part of the Company pursuant to Chapter 14 of the Listing Rules.

Shareholders and investors are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Possible Cooperation will be made by the Company in compliance with the Listing Rules as and when appropriate.

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board is pleased to announce that on 21 June 2016 (after trading hours), the Company entered into a non-legally binding MOU with HK Lu Yin in relation to the Possible Cooperation.

* *For identification purpose only*

THE MOU

Date: 21 June 2016 (after trading hours)

Parties:

- (1) The Company; and
- (2) HK Lu Yin Investment Group Shares Limited (香港魯銀投資集團股份有限公司) (collectively, the “**Parties**”)

Mr. Deng Guohong, the executive Director, is the legal representative of 廣州魯銀融資租賃有限公司 (Guangzhou Luyin Financial Leasing Company Limited*), which is a direct wholly owned subsidiary of HK Lu Yin.

Save for the above, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, HK Lu Yin and its ultimate beneficial owners are third parties independent of and are not connected with the Company and its connected persons (as defined under the Listing Rules).

Subject matter

Pursuant to the MOU, the Parties agreed to explore possible cooperation with each other in the following areas in the PRC:

- (1) internet and financial services;
- (2) culture media and culture tourism projects; and
- (3) new energy environmental projects

(collectively, the “**Possible Cooperation**”).

The Parties also agreed to (i) establish communication channel to ensure smooth cooperation; and (ii) start research and coordination work concerning the Possible Cooperation.

Formal agreement

The Parties agreed to use their best endeavours to negotiate and enter into a separate written and legally binding agreement if the Possible Cooperation materialises.

Validity period of the MOU

The MOU is valid for one year from the date of signing the MOU (the “**Validity Period**”) and will lapse after the Validity Period. The obligations in relation to confidentiality under the MOU shall survive after 3 years of the expiry of the MOU.

INFORMATION OF HK LU YIN

HK Lu Yin

HK Lu Yin is a limited liability company incorporated in Hong Kong. The principal business activities of HK Lu Yin include, amongst others, the provision of financial related services in the PRC.

REASONS FOR AND BENEFITS OF THE POSSIBLE COOPERATION

The Board is of the view that the MOU will (i) broaden and diversify the Company's business in the PRC; (ii) assist in the integration of our business (which includes, amongst others, integration of business team, consolidation of business resources and establishment of an influential position in selected industries); and (iii) realise our Company's business values and maximise Shareholders' interest.

GENERAL

Save for clauses regarding, among other things, confidentiality and costs and expenses of the MOU, the MOU does not constitute legally-binding commitment in respect of the Possible Cooperation. **The Board wishes to emphasise that no binding agreement in relation to the Possible Cooperation has been entered into between the Company and HK Lu Yin as at the date of this announcement. As such, the Possible Cooperation may or may not proceed.**

In the event the Possible Cooperation materialises, it may constitute a notifiable transaction on the part of the Company pursuant to Chapter 14 of the Listing Rules.

Shareholders and investors are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Possible Cooperation will be made by the Company in compliance with the Listing Rules as and when appropriate.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors of the Company;
“Company”	Nine Express Limited (九號運通有限公司), a company incorporated in Bermuda with limited liability and the issued Shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code: 0009);
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules;

“Directors”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;
“HK Lu Yin”	HK Lu Yin Investment Group Shares Limited (香港魯銀投資集團股份有限公司), a limited liability company incorporated in Hong Kong;
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“MOU”	the non-legally binding memorandum of understanding dated 21 June 2016 and entered into between the Company and HK Lu Yin setting out the preliminary understanding in relation to the Possible Cooperation;
“Possible Cooperation”	the possible cooperation pursuant to the MOU, further details of which are set out in section headed “Subject matter” of this announcement;
“PRC”	The People’s Republic of China; and
“Shareholders”	holder(s) of the shares of the Company.

By order of the Board
Nine Express Limited
HUI WAI LEE, WILLY
Chairman

Hong Kong, 21 June 2016

As at the date of this announcement, the Board comprises twelve Directors. The executive Directors are Mr. Hui Wai Lee, Willy (Chairman), Mr. Xiang Junjie (Chief Executive Officer), Mr. Tai Yat Chung, Mr. Li Wenjun, Mr. Zhong Yingchang, Mr. Ji Jianguo, Mr. Deng Guohong and Mr. Wang Li; and the independent non-executive Directors are Mr. Tsui Pui Hung, Mr. Tang Ping Sum, Mr. Chiu Sin Nang, Kenny and Mr. Gao Hong.