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China Soft Power Technology Holdings Limited

中國軟實力科技集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

**FURTHER DELAY IN DESPATCH OF CIRCULAR —
MAJOR AND CONNECTED TRANSACTION
PROPOSED ACQUISITION OF THE SALE SHARE AND THE SALE LOAN
INVOLVING THE ISSUE OF THE CONVERTIBLE BONDS**

Reference is made to the announcement of China Soft Power Technology Holdings Limited (the “**Company**”) dated 28 November 2016 (the “**Announcement**”) in relation to, among others, the entering into of the Agreement between the Vendor and the Purchaser, pursuant to which the Purchaser has conditionally agreed to acquire from the Vendor the Sale Share and the Sale Loan at the Consideration of HK\$227,000,000 and the announcements of the Company dated 19 December 2016 and 16 January 2017 (collectively, the “**Delay Announcements**”) in relation to the delay in despatch of the Circular. Unless the context otherwise requires, capitalised terms used in this announcement have the same meanings as those defined in the Announcement and the Delay Announcements.

As disclosed in the Delay Announcements, the Circular containing, among other things, (1) further details of the Proposed Acquisition; (2) the recommendation from the Independent Board Committee to the Independent Shareholders on the Proposed Acquisition; (3) the advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders on the Proposed Acquisition; (4) financial information of the Group and the Target Group; (5) unaudited pro forma financial information of the Group as enlarged by the Target Group; (6) valuation report on the Property to be prepared by an independent professional valuer to the Company; and (7) other information as is required to be contained in the Circular under the Listing Rules together with a notice of the SGM and a form of proxy will be despatched to the Shareholders on or before 27 January 2017.

The Board announces that the Vendor and the Purchaser are currently in negotiation to amend certain term(s) of the Agreement, and it is expected that additional time is required for (i) the negotiation and finalisation of the possible amendment of term(s) and (ii) the finalisation of the contents of the Circular. As such, the despatch date of the Circular is expected to be further delayed to be on or before 28 February 2017.

Further announcement in relation to the possible amendment of term(s) will be made by the Company in accordance with the Listing Rules as and when appropriate.

By order of the Board
China Soft Power Technology Holdings Limited
Chen Xiaodong
Chairman

Hong Kong, 27 January 2017

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors:

Mr. Chen Xiaodong (*Chairman*)
Mr. Yu Qingrui
Ms. Lam Hay Yin

Independent non-executive Directors:

Mr. Kwok Chi Kwong
Mr. Chen Youchun
Mr. Mai Qijian