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FAIRSON HOLDINGS LIMITED

鈺皓控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08132)

TERMINATION OF MEMORANDUM OF UNDERSTANDING

This announcement is made by Fairson Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the Company’s announcement dated 24 April 2013 (the “**Announcement**”) in relation to the MOU in respect of the Proposed Acquisition. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

The Company has conducted due diligence review on United Success. After taking into consideration of the results of such due diligence review, the Board has decided not to proceed with the Proposed Acquisition. Accordingly, the MOU was terminated by way of a letter of termination dated 15 August 2013.

Neither party shall have any claims against the other in respect of the termination of the MOU. The Board considers that the termination of the MOU is in the interest of the Company and the Shareholders as a whole and will not have any adverse impact on the business and operation of the Company.

By order of the Board
Fairson Holdings Limited
Yeung Tin Hung
Chairman

Hong Kong, 15 August 2013

As at the date of this announcement, the executive Directors are Mr. Yeung Tin Hung, Mr. Yeung Shing Wai and Mr. Ho Chun Kit Gregory; the non-executive Director is Mr. Wong Chi Yung and the independent non-executive Directors are Mr. Li Hin Lung, Mr. Chua Hoon Chong and Ms. Eugenia Yang.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the websites of the Company at <http://www.sunfairw.com.hk> and <http://www.irasia.com/listco/hk/fairson>.