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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: 8132)

SUPPLEMENTAL AGREEMENT IN RELATION TO PLACING OF CONVERTIBLE BONDS UNDER GENERAL MANDATE

Reference is made to the announcement of the Company dated 20 December 2013 in respect of the Placing (the “**Announcement**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

On 6 January 2014 (after trading hours), the Company and the Placing Agent entered into the supplemental agreement (the “**Supplemental Agreement**”) to amend, inter alia, the Placing Period to become the period commencing upon the execution of the Placing Agreement and ending on 22 January 2014 (instead of 20 February 2014 as set out in the Announcement), unless terminated earlier pursuant to the terms of the Placing Agreement.

The above amendment was made to bring in line with the market practice as to the duration of the Placing. Save as the amendments under the Supplemental Agreement, all other terms and conditions of the Placing Agreement shall remain unchanged and in full force and effect. The terms of the Supplemental Agreement were arrived at after arm’s length negotiations between the Company and the Placing Agent, and the Directors believe that the terms of the Supplemental Agreement are fair and reasonable and are in the best interests of the Company and the Shareholders as a whole.

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

Hong Kong, 6 January 2014

As at the date of this announcement, the executive directors of the Company are Mr. Yeung Tin Hung, Mr. Yeung Shing Wai and Mr. Ho Chun Kit Gregory and the independent non-executive directors of the Company are Ms. Eugenia Yang, Mr. Chan Lung Ming, Mr. Ng Ka Chung and Mr. Lau Sung Tat, Vincent.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM for the purpose of giving information with regard to the Company. The directors of the Company, 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>.