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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)

VOLUNTARY ANNOUNCEMENT COMPLETION OF THE REGISTRATION OF JV COMPANY AND CAPITAL INJECTION INTO JV COMPANY

Reference is made to the announcement of Fairson Holdings Limited (the “**Company**”) dated 16 September 2013 (the “**Announcement**”) in relation to, among others, the major transactions on the Formation of JV Company and Injection of Technology. Reference is also made to the Company’s announcements dated 10 October 2013, 25 October 2013, 14 November 2013, 16 December 2013 and 27 January 2014 in relation to the delay in despatch of the circular in respect of the major transactions. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that as at the date of this announcement, the JV Company has been set up and registered under the name “Jiangxi China Oil Gangran Energy Technology Company Limited”. The Company has paid RMB35 million (equivalent to approximately HK\$45.21 million) to the JV Company on 27 January 2014 in accordance with the terms of the JV Agreement as part of the Company’s contribution to the registered capital of the JV Company.

As no Shareholder was required to abstain from voting in respect of the Formation of JV Company and Injection of Technology, these transactions have been approved on 9 December 2013 by the written shareholders’ approval from Fairson Holdings (BVI) Limited in lieu of a general meeting pursuant to Rule 19.44 of the GEM Listing Rules. As at the date of the written shareholders’ approval, Fairson Holdings (BVI) Limited was the controlling shareholder of the Company holding 365,400,000 Shares which represented approximately 54% of the issued share capital of the Company.

A circular containing further details on, inter alia, the Formation of JV Company and Injection of Technology will be despatched to the Shareholders on or before 17 February 2014.

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

Hong Kong, 27 January 2014

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. Tse Yee Hin, Tony; and the independent non-executive Directors 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>.