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China AU Group Holdings Limited

中國金豐集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8176)

VOLUNTARY ANNOUNCEMENT

Reference is made to the announcements dated 2 April 2012, 7 May 2012, 26 June 2012, 26 September 2012, 26 October 2012, 26 November 2012 and 7 December 2012 (the “**Announcements**”) of China AU Group Holdings Limited (the “**Company**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Board announces that on 31 December 2012, Koffman and the Company have entered into an extension agreement (the “**Sixth Extension Agreement**”, together with all previous extension agreements, the “**Extension Agreements**”) pursuant to which the repayment date of the Loan has been further extended from 31 December 2012 to 15 January 2013 (or such later date as Koffman and the Company may agree in writing). Subject to the changes under the Sixth Extension Agreement, all other terms and conditions of the Loan Agreement and the Extension Agreements remain the same.

The Loan is being used as general working capital of the Group. The Board considers that the Sixth Extension Agreement is on normal commercial terms and in the interests of the Company and its shareholders as a whole.

By order of the Board
China AU Group Holdings Limited
Lee Chan Wah
Executive Director

Hong Kong, 31 December 2012

* *for identification purpose only*

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Yu Shu Kuen, Mr. Wang Xiaofei (with Mr. Lee Chan Wah as alternate), Mr. Wang Shangzhong and Mr. Lee Chan Wah; one non-executive Director, namely Mr. Du Juanhong; and three independent non-executive Directors, namely Mr. Tam B Ray Billy, Mr. Chu Kin Wang Peleus and Mr. Tse Joseph.

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 www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company’s website at www.china-au-group.com.