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China Jinhai International Group Limited

中國金海國際集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

DELAY IN COMPLETION OF DISCLOSEABLE TRANSACTION IN RELATION TO THE ACQUISITION OF A SUBSIDIARY

Reference is made to the announcement of China Jinhai International Group Limited (the “Company”) dated 28 November 2014 in respect of the discloseable transaction in relation to the acquisition of a subsidiary (“Announcement”). Unless otherwise specified, capitalized terms used herein shall have the same meaning as defined in the Announcement.

Pursuant to the Conditional Agreement, Completion is conditional upon the fulfillment of the conditions precedent on or before 5:00 p.m. on 30 January 2015 (or such later date as may be agreed between the Vendor and the Purchaser in writing) and shall take place within three months from the date of fulfillment of all the conditions precedent (or such other date as the Vendor and the Purchaser may agree in writing).

The Board announces that all the conditions precedent of the Conditional Agreement have been fulfilled on 28 November 2014. Accordingly, pursuant to the Conditional Agreement, Completion shall take place on or before 28 February 2015.

However, as disclosed in the circular of the Company dated 23 January 2015 in respect of the proposed rights issue of the Company (the “Rights Issue”), the Company intends to apply part of the net proceeds of the Rights Issue to finance settlement of the balance of the consideration payable under the Conditional Agreement in the sum of HK\$82.8 million. As such, at the request of Sino Green, both parties to the Conditional Agreement have agreed to postpone Completion to 30 April 2015 (or such other date as the parties may further agree in writing) so as to allow the Company to settle the aforesaid balance of the consideration payable under the Conditional Agreement after completion of the Rights Issue.

* *for identification purposes only*

Further announcement(s) will be made by the Company in respect of the Acquisition as and when appropriate.

By Order of the Board
China Jinhai International Group Limited
Wong Howard
Chairman

Hong Kong, 27 February 2015

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

Executive Directors

Mr. Wong Howard (*Chairman*)
Dr. Kwong Kai Sing, Benny (*Managing Director*)
Mr. Wong Yat Fai
Ms. Davis Angela Hendricks
Ms. Chen Wei
Mr. Zhan Jianzhou

Independent non-executive Directors

Mr. Li Chi Ming
Mr. Kwok Chi Kwong
Mr. Chen Youchun
Mr. Frank H. Miu
Mr. Tsang Wing Ki