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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)**

**(Stock Code of Warrants: 1436)**

### **INSIDE INFORMATION**

#### **ENTERING INTO COOPERATIVE AGREEMENT WITH CHINA YOUTH CONCERN COMMITTEE ENTERPRISE DEVELOPMENT CENTER**

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and Inside Information Provisions under Part XIVA of the SFO.

#### **THE COOPERATIVE AGREEMENT**

The Board is pleased to announce that on 6 August 2015, Sufu Technology entered into a cooperative agreement with China Youth Concern Committee in relation to the project named “Hundreds Cities and Millions Babies Growth Information Card”. The parties to the Cooperative Agreement agreed to consolidate their respective resources to develop, manufacture and issue the Growth Information Card to children at or under the age of 12 in China, as well as implementing the Project. Pursuant to the Cooperative Agreement, China Youth Concern Committee shall grant the sole and exclusive licence to Sufu Technology in relation to the marketing of the Growth Information Card and Sufu Technology shall be solely responsible for the production and implementation of Growth Information Card, as well as providing added-value services. Sufu Technology will pay a sum of RMB1,500,000 as working fee to China Youth Concern Committee each year during the term of the Cooperative Agreement.

#### **RESUMPTION OF TRADING**

At the request of the Company, trading in the shares (stock code: 139) and the warrants (stock code of warrants: 1436) of the Company on the Stock Exchange was halted with effect from 9:00 a.m. on 7 August 2015 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares and the Warrants with effect from 9:00 a.m. on 10 August 2015.

\* For identification purpose only

This announcement is made by China Jinhai International Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

## THE COOPERATIVE AGREEMENT

### Background

The board of directors of the Company (the “**Board**”) is pleased to announce that, on 6 August 2015, Shanghai Sufu Technology Development Co., Ltd. (上海蘇芙科技發展有限公司) (“**Sufu Technology**”), a wholly owned subsidiary of the Company, entered into a cooperative agreement (the “**Cooperative Agreement**”) with the China Youth Concern Committee Enterprise Development Center in relation to the Hundreds Cities and Millions Babies Growth Information Card (百城萬嬰成長信息卡) project (the “**Project**”), which involves the development, production and issuance of information cards named “Hundreds Cities and Millions Babies Growth Information Card (百城萬嬰成長信息卡)” (the “**Growth Information Card**”), as well as implementing the Project. The Growth Information Card is aimed to provide information and services on diet, medical, education and lifestyle for the healthy development of infants and children at or under the age of 12 in China.

### Principal terms

Principal terms of the Cooperative Agreement are set out as the follows:

|              |  |
|--------------|--|
| Date:        | 6 August 2015  |
| Parties:     | Party A:<br>China Youth Concern Committee Enterprise Development Center<br><br>Party B:<br>Shanghai Sufu Technology Development Co., Ltd. (上海蘇芙科技發展有限公司)   |
| Term:        | a period commencing from the date of the Cooperative Agreement and ended on the date of issuance of the Growth Information Card, tentatively being two years.<br><br>The parties shall enter into a separate agreement in relation to the management and operation of the Growth Information Card (other than the security of personal information which shall be managed by the relevant authorities in China). |
| Working fee: | a sum of RMB1,500,000 for each year during the term of the Cooperative Agreement to be paid by Sufu Technology to China Youth Concern Committee.   |

Technical requirements:

- raw materials used in production of the Growth Information Card shall be environmental friendly, harmless and poisonless.
- The Growth Information Card shall use the security chip developed by First Research Institute of the Ministry of Public Security of China and Dingjiu Matrix Code (鼎九矩陣圖碼) that has proprietary intellectual properties and complies with national standards.
- software, platforms, and infrastructure services are provided to ensure information security.

Added-value services:

The Growth Information Card will provide added-value services, including but not limited to:

- early education for infants and children: It shall establish contacts with early education institutions, while forming expert teams to provide early education services for infants and children.
- safe medical services: It shall collaborate with hospitals on vaccination, medical treatment accesses, healthcare during the growth and development of the infants and children, and provide the related information and consultation services.
- personal safety safeguard: The Growth Information Card shall store basic information about infants and children, while collecting social information and service information that benefits the safe and healthy development of infants and children.
- food safety services: By leveraging on the produce business entity identification cards designed and prepared through the National Agricultural Product Quality and Safety Tracking Platform, the Ministry of Agriculture registers 1.5 million of produce business entities for tracking their plantation, warehousing, and distribution of produces. The “Produce Business Entity Identification Card” and the Growth Information Card can share their data and are mutually accessible, ensuring that food for infants and children can be conveniently inquired and tracked through the Growth Information Card and food safety for infants and children is safeguarded.

- lifestyle and entertainment safety services: Assisted by the Integrity Development Committee under China Association of Small and Medium Enterprises, domestic branded infant and child service entities will be incorporated into the integrity system so that toys and infant and child accessories that are genuine and trackable will be provided to infants and children through the Growth Information Card.

China Youth Concern  
Committee's rights and  
obligations:

- China Youth Concern Committee is the registered owner of the trademarks “百城萬嬰” in China and have the right to name the Growth Information Card. China Youth Concern Committee shall grant the sole and exclusive license on the use of “百城萬嬰” and “百城萬嬰成長信息卡” trademarks to Sufu Technology for the marketing of the Growth Information Card.
- it shall provide experts and resources in medical, education, training, food and daily necessities to assist the research and development of the Growth Information Card.
- it shall be responsible to liaise relevant authorities in order to promote the development, issuance and use of the Growth Information Card in China.

Sufu Technology's rights and  
obligations:

- it shall be solely responsible for the production of Growth Information Card for the Project.
- it shall promote and operate the Project.
- it shall be the owner of patents developed in the process of the development of the Growth Information Card.
- it shall procure to source sufficient funds required for the research and development, production, issuance of the Growth Information Card and the formation of promotion systems.

## **Reasons and Benefits of the Project**

The Group is principally engaged in the trade and distribution of electronic products and other commercial products, as well as security investment and trading businesses. In addition, the Group designs, researches, develops, and promotes technologies applied in the system on a chip (SoC), which can be extensively applied to mobile arithmetics, telecommunications, and other electronic devices.

With devoted efforts, the Group are presented opportunities to access quite a few valuable projects with development potential, including the Project. Upon careful study and consideration, the management of the Group finalized the cooperation on the Project.

By capitalizing on the Project, the Group will expand its business presence to those industries related to the internet sector, big data, and infant and children services. Under vigorous support by the government for “Internet Plus” and amidst high-tech innovation process, the Group believes the said new business will present the Group a broader development landscape. Meanwhile, the Group will continue exploring suitable investment opportunities.

## **Information about the Project named Hundreds Cities and Millions Babies Growth Information Card**

The project named “Hundreds Cities and Million Babies Growth Information Card” is aimed to trace and collect the information in order to provide children at or under the age of 12 and teenagers in China with relevant growth education, consulting services and research and value-added service during their growth. The Growth Information Card has functions of information tracking, information feedback, smart education, comprehensive assessment and technically supported by DingJiu Matrix Code and security chip technology. Through the information collection, collation and exchange, the Growth Information Card is able to build up an exchange and communication platform, channel and system for the teenagers, their parent, government, social and relevant organizations.

The target children of this project is 260 million children at or under the age of 12 in China. The project will be implementing over several phases and in the first phase, there will be about 50 million target children. If the development of the project is smooth, the funds required for the first phrase is estimated at about RMB1 billion and about RMB5.2 billion for the whole project.

## **Information about China Youth Concern Committee**

China Youth Concern Committee is a nationwide non-profit organization registered with the State administration of registration of institutions which aims to devote care on the development of children and teenagers by conducting research, promoting education, organising educational and cultural activities for children and teenagers and provide relevant training and consulting services.

## **Information about Sufu Technology**

Sufu Technology is a wholly owned subsidiary of the Company established in China whose principal activities include the development of technologies, the transfer of relevant technologies, consultation services and other related technical services relating to computing technologies, internet technologies and electronic technologies.

## **RESUMPTION OF TRADING**

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By Order of the Board  
**China Jinhai International Group Limited**  
**Wang Haixiong**  
*Chairman*

Hong Kong, 9 August 2015

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

### **Executive Directors**

Mr. Wang Haixiong (*Chairman*)  
Ms. He Xuan  
Mr. Li Yao

### **Independent Non-executive Directors**

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