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**CHINA BEST GROUP HOLDING LIMITED**  
**國華集團控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 370)**

**MAJOR TRANSACTION**  
**SUPPLEMENTAL AGREEMENT**  
**IN RELATION TO THE ACQUISITION OF THE ENTIRE ISSUED**  
**SHARE CAPITAL OF TOTAL FAME HOLDINGS LIMITED**

References are made to the announcements of China Best Group Holding Limited (the “**Company**”) dated 18 December 2019, 23 January 2020 and 24 February 2020 in relation to the acquisition of the entire issued share capital of Total Fame Holdings Limited and the delay in despatch of related circular (the “**Prior Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Prior Announcements.

**SUPPLEMENTAL AGREEMENT**

On 2 March 2020 (after trading hours), the Purchaser, the Vendor and the Guarantors entered into a supplemental agreement to the Agreement (the “**Supplemental Agreement**”), pursuant to which the parties have mutually agreed to amend certain terms of the Agreement (the “**Amendments**”).

\* *for identification purpose only*

The Amendments are as follows:

In the event that the 2019 Profit is less than RMB7,160,000, the Vendor shall refund to the Purchaser the amount, by cash, calculated based on the below formula within three business days after the issuance of the audit report of Jiangwei Shaanxi for the year ended 31 December 2019 (the “**2019 Audit Report of Jiangwei Shaanxi**”) or such other date as the parties to the Agreement may agree in writing:

$$\frac{(\text{RMB7,160,000} - \text{2019 Profit})}{\text{RMB7,160,000}} \times \text{the First Payment}$$

The 2019 Audit Report of Jiangwei Shaanxi shall be issued within three months of the date of the Completion or such other date as the parties to the Agreement may agree in writing.

Save as disclosed above, all other terms and conditions of the Agreement remain unchanged and in full force and effect.

## **REASONS FOR THE SUPPLEMENTAL AGREEMENT**

The work progress of the parties to the Agreement, including finalising certain information to be included in the Circular, is affected to a certain extent by the spread of the coronavirus in the mainland China. In order to carry out the Transaction smoothly, the parties to the Agreement negotiated and agreed on the Amendments. The Directors are of the view that the terms of the Supplemental Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

By order of the Board  
**China Best Group Holding Limited**  
**Mr. Qin Jie**  
*Executive Director and Chief Executive Officer*

Hong Kong, 2 March 2020

*As at the date of this announcement, the Board comprises five executive Directors, namely, Ms. Wang Yingqian (Chairman), Mr. Qin Jie (Chief Executive Officer), Mr. Liu Wei, Mr. Chen Wei and Mr. Fan Jie, and three independent non-executive Directors, namely, Mr. Ru Xiangan, Mr. Liu Haiping and Mr. Liu Tonghui.*