

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



GTI HOLDINGS LIMITED
共享集團有限公司

(a company incorporated in the Cayman Islands with limited liability)
(Stock code: 3344)

**SUPPLEMENTAL MEMORANDUM OF UNDERSTANDING
IN RELATION TO THE POSSIBLE ACQUISITION OF
LONG LIFE FMAILY NEW RETAIL LIMITED**

Reference is made to the announcement (the “**Announcement**”) of GTI Holdings Limited (the “**Company**”) dated 10 August 2018 in respect of the MOU in relation to the possible acquisition of such number of issued shares in the Long Life Family New Retail Limited. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the Purchaser and the Vendors shall proceed to the negotiation for a legally-binding Formal Agreement on or before the date falling 90 days from the date of the MOU (or such later date as the parties thereto shall agree), failing which the MOU shall lapse. It was also agreed that the Vendors shall not within 90 days from the date of the MOU (or such later date as the Purchaser and the Vendors shall agree) negotiate with any party (other than the Group) for the Possible Acquisition (the “**Exclusivity Period**”).

As additional time is required by the parties for negotiation, the Board announces that after arm’s length negotiations, on 15 November 2018, the Purchaser and the Vendors entered into a supplemental memorandum of understanding (the “**Supplemental MOU**”) agreeing to extend the Exclusivity Period from 90 days to 210 days from the date of the MOU, and that the Purchaser and the Vendors shall proceed to the negotiation for a legally-binding Formal Agreement on or before the date falling 210 days from the date of the MOU (or such later date as the parties thereto shall agree).

Save as disclosed above, all other terms of the MOU remain unchanged.

The Board wishes to emphasise that no binding agreement in relation to the Possible Acquisition has been entered into as at the date of this announcement. As such, the Possible Acquisition may or may not proceed. If the Possible Acquisition materialises, it will constitute a notifiable transaction on the part of the Company. Shareholders and investors are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the Possible Acquisition will be made by the Company in the event that any Formal Agreement has been signed.

By Order of the Board
GTI Holdings Limited
Cheung Tat Chung
Executive Director and Chief Executive Officer

Hong Kong, 15 November 2018

As at the date of this announcement, the Board comprises (i) Mr. Poon Sum (Chairman), Mr. Cheung Tat Chung (Chief Executive Officer) and Mr. Ng Kwok Hung Perry as executive Directors; and (ii) Mr. Chan Shu Kin, Dr. Tse Kwok Sang and Mr. Chiu Wai Piu as independent non-executive Directors.