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Maoye International Holdings Limited

茂業國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 848)

**GRANT OF WAIVER
UNDER RULE 14.41(a) OF THE LISTING RULES**

Reference is made to the announcements of the Company dated 18 September 2015, 29 September 2015 and 30 September 2015 (the “**Announcements**”) in relation to, among other things, the proposed acquisition of the Target Shares by Zhongzhao, a wholly-owned subsidiary of the Company, from Maoye Logistics (now known as Maoye Communication Network Company Limited). Unless otherwise stated, terms defined in the Announcements have the same meanings when used in this announcement.

As stated in the announcement of the Company dated 30 September 2015, the Company applied for and the Stock Exchange granted the Waiver, on condition that the Company will despatch the circular in respect of the Acquisition by 30 November 2015.

As additional time is required to finalise the contents of the circular, the Company has further applied to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules and on 26 November 2015, the Stock Exchange agreed to grant a further waiver if the Company will despatch the circular on or before 31 December 2015.

The Stock Exchange may change the terms of the Waiver if the Company’s situation changes.

As completion of the Acquisition Agreement is conditional on the satisfaction of certain conditions, the Acquisition may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

By Order of the Board
Maoye International Holdings Limited
Mr. Huang Mao Ru
Chairman

Hong Kong, 27 November 2015

As at the date of this announcement, the Board comprises four executive directors, namely, Mr. Huang Mao Ru, Mr. Zhong Pengyi, Ms. Wang Fuqin and Mr. Wang Bin; and three independent non-executive directors, namely, Mr. Chow Chan Lum, Mr. Pao Ping Wing and Mr. Leung Hon Chuen.