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**NATIONAL UNITED RESOURCES HOLDINGS LIMITED**

**國家聯合資源控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 254)**

**COMPLETION OF MAJOR TRANSACTION  
ACQUISITION OF ENTIRE ISSUED SHARE CAPITAL OF  
GEAR WORLD DEVELOPMENT LIMITED**

Reference is made to the announcements of National United Resources Holdings Limited (the “**Company**”) dated 15 January 2016 and 18 July 2016 and the circular (the “**Circular**”) of the Company to its shareholders dated 30 June 2016 in relation to, among other things, the Acquisition. Unless otherwise defined herein, terms used in this announcement shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that all the Conditions to the Sale and Purchase Agreement have been fulfilled on 31 August 2016 and Completion took place on 31 August 2016 in accordance with the terms of the Sale and Purchase Agreement.

The Vendors have agreed to the Purchaser that the Purchaser may settle the Cash Consideration A (after deducting the Advance Payment) within thirty (30) days after the Completion Date (the “**Deferred Settlement of CCA**”).

As there is no any change to the amount of the Cash Consideration A and the Purchaser is not required to bear any interest for the deferred settlement, the Directors (including the independent non-executive Directors) are of the view that the Deferred Settlement of CCA would not have any material adverse impact on the Company. In light of the abovementioned reasons, the Directors are of the view that the Deferred Settlement of CCA is in the interests of the Company and the Shareholders as a whole.

Upon Completion, each of the BVI Co and the Target Company has become an indirect wholly-owned subsidiary of the Company, and TMTC Travel has become an associate of the Target Company and its results will be equity accounted for in the accounts of the Group. Thus, the Target Group will be consolidated into the accounts of the Group in accordance with the Group's accounting policies, and the Group will share the profit and loss from TMTC Travel with reference to the shareholding percentage of the Target Company in TMTC Travel.

By Order of the Board  
**National United Resources Holdings Limited**  
**Lo Ka Wai**  
*Executive Director*

Hong Kong, 31 August 2016

*As at the date of this announcement, the executive Directors are Mr. Lo Ka Wai, Mr. Feng Yongming, Mr. Li Hui and Mr. Tian Songlin; the non-executive Directors are Ms. Mou Ling and Mr. Yang Liu; and the independent non-executive Directors are Mr. Wang Qun, Dr. Yang Zhi Shu, Mr. Lai Ho Man, Dickson, and Dr. Zhang Tianmin.*