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## **China AU Group Holdings Limited**

### **中國金豐集團控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8176)**

## **CHANGE OF EXPECTED TIMETABLE REGARDING THE PROPOSED CHANGE OF DOMICILE AND CAPITAL REORGANISATION**

Reference is made to the announcement (the “**Announcement**”) of China AU Group Holdings Limited (the “**Company**”) dated 20 December 2012 relating to, among other things, the proposed Change of Domicile and the Capital Reorganisation. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

### **CHANGE OF EXPECTED TIMETABLE**

As disclosed in the Announcement, a circular (the “**Circular**”) containing, amongst other things, further information on the proposed Change of Domicile and the Capital Reorganisation and a notice to convene the EGM was expected to be despatched to the Shareholders on 7 January 2013. As additional time is required to finalise certain information in the Circular, the expected date of despatch of the Circular and the date of publication of the notice of the EGM are postponed to 24 January 2013. As such, there is a change of the expected timetable for implementing the proposed Change of Domicile and the Capital Reorganisation from the one set out in the Announcement. The revised timetable is set forth below:

#### **Revised expected timetable**

Despatch of the Circular . . . . .	24 January 2013
Publication of the notice of the EGM . . . . .	24 January 2013
Latest time for lodging the form of proxy for the EGM . . . . .	4:30 p.m., 26 February 2013
EGM. . . . .	4:30 p.m., 28 February 2013

\* *For identification purpose only*

The following events are conditional on the fulfillment of the conditions for the implementation of the Change of Domicile and the Capital Reorganisation:

Effective date for the Change of Domicile . . . . . on or after 5 April 2013

Effective date of the Capital Reorganisation . . . . . on or after 25 April 2013

*Note: all dates and time refer to Hong Kong time*

\* *The expected effective dates for the Change of Domicile and the Capital Reorganisation are subject to the relevant conditions precedent (including Shareholders' approval at the EGM) being fulfilled. Further, the Capital Reorganisation is conditional upon, among others, the GEM Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the New Shares arising from the Capital Reorganisation (the "Listing Approval"). Meanwhile, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 30 September 2011. The Stock Exchange has expressed that the GEM Listing Committee of the Stock Exchange would only grant the Listing Approval after trading in the Shares has been resumed. As such, the effective date of the Capital Reorganisation may be changed. The Company will keep the Shareholders and potential investors informed of any further changes in connection with the expected timetable by way of further announcement(s).*

## **SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 30 September 2011 and shall remain suspended until further notice.

By order of the Board  
**China AU Group Holdings Limited**  
**Lee Chan Wah**  
*Executive Director*

Hong Kong, 7 January 2013

*As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Yu Shu Kuen, Mr. Wang Xiaofei (with Mr. Lee Chan Wah as alternate), Mr. Wang Shangzhong and Mr. Lee Chan Wah; one non-executive Director, namely Mr. Du Juanhong; and three independent non-executive Directors, namely Mr. Tam B Ray Billy, Mr. Chu Kin Wang Peleus and Mr. Tse Joseph.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of 7 days from the date of its publication and on the Company's website at [www.china-au-group.com](http://www.china-au-group.com).*