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LISI GROUP (HOLDINGS) LIMITED

利時集團（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 526)

EXTENSION OF LONG STOP DATE IN RELATION TO THE ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF MEGA CONVENTION GROUP LIMITED

Reference is made to the announcements of the Company dated 9 August 2016, 29 September 2016, 27 October 2016 and 3 January 2017, and the circular of the Company dated 30 September 2016 (the “**Circular**”). Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

EXTENSION OF LONG STOP DATE IN RELATION TO THE ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF MEGA CONVENTION GROUP LIMITED

Further to the announcement of the Company dated 3 January 2017 in relation to the lapse of the Acquisition Agreement, the Company was approached by the Vendor whereby the parties to the Acquisition Agreement further negotiated and agreed to extend the Long Stop Date so as to continue to proceed with the Acquisition. As a result of the further negotiations, the Company and the Vendor entered into the third supplemental agreement to the Acquisition Agreement (the “**Third Supplemental Agreement**”) on 3 January 2017 (after trading hours of the Stock Exchange) to extend the Long Stop Date from 31 December 2016 to 28 February 2017 (or such later date as the Company and the Vendor may agree in writing). The Third Supplemental Agreement shall take retrospective effect from 31 December 2016, and shall be subject to compliance with all applicable laws and regulations (including but not limited to the Listing Rules).

In view of the resources and expenses already incurred by the Company to the Acquisition Agreement, the Company is of the view that the Third Supplemental Agreement is in the interests of the Company and its shareholders as a whole.

Save for the above, all other terms and conditions of the Acquisition Agreement shall remain unchanged and continue in full force and effect.

Shareholders and potential investors should note that completion of the Acquisition is subject to the conditions precedent under the paragraph headed “Conditions Precedent of the Acquisition” in the Circular, which may or may not be fulfilled. The Acquisition may or may not proceed. Shareholders and potential investors of the Company should exercise caution when they deal or contemplate dealing in the Shares and other securities of the Company.

By Order of the Board
Lisi Group (Holdings) Limited
Li Lixin
Chairman

Hong Kong, 3 January 2017

As at the date of this announcement, the Board comprises of Mr Li Lixin (chairman), Mr Cheng Jianhe and Ms Jin Yaxue being executive directors, Mr Lau Kin Hon being non-executive director, Mr He Chengying, Mr Cheung Kiu Cho Vincent and Mr Shin Yick Fabian being independent non-executive directors.