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HONBRIDGE HOLDINGS LIMITED

洪橋集團有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 8137)

SUPPLEMENTAL OPTION DEED IN RELATION TO GRANT OF OPTION UNDER SPECIFIC MANDATE AND RESUMPTION OF TRADING

Reference is made to the announcement of the Company dated 2 April 2013 (the “Announcement”) in relation to the entering of the Option Deed between Honbridge Holdings Limited (the “Company”) and Hong Bridge Capital Limited (“Hong Bridge”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless defined otherwise.

The Board announces that on 3 April 2013, the Company and Hong Bridge have renegotiated certain terms of the Option and subsequently entered into a Supplemental Option Deed pursuant to which the Company and Hong Bridge agreed to amend the number of Option Shares to be granted by the Company to Hong Bridge under the Option Deed from 2,000,000,000 Option Shares to 900,000,000 Option Shares and to amend the exercise period of the Option from six years to five years.

The shareholding structure of the Company as at the date of this announcement and immediately after the issue and allotment of the Option Shares upon exercise of the Option in full (assuming there being no other changes in the share capital of the Company) are as follows:

Shareholders	As at the date of this announcement		Immediately after the allotment and issue of the Option Shares upon exercise of the Option in full (Note 4)	
	<i>No. of Shares</i>	<i>Approximate percentage</i>	<i>No. of Shares</i>	<i>Approximate percentage</i>
Hong Bridge (Note 1)	4,065,000,000	65.40%	4,965,000,000	69.78%
Ms. Foo Yatyan (Note 2)	22,460,000	0.36%	22,460,000	0.32%
Mr. Li Shu Fu (Note 3)	103,064,000	1.66%	103,064,000	1.45%
Public Shareholders	2,025,155,716	32.58%	2,025,155,716	28.45%
- Brilliant People Limited	440,568,000	7.09%	440,568,000	6.18%
- Other public shareholders	1,584,587,716	25.49%	1,584,587,716	22.27%
	6,215,679,716	100.00%	7,115,679,716	100.00%

Notes:

1. The 4,065,000,000 Shares were held by Hong Bridge. Mr. He Xuechu is the controlling shareholder and director holding 68% equity interest in Hong Bridge. Mr. Li Xing Xing holds 32% equity interest in Hong Bridge.
2. Ms. Foo Yatyan is the spouse of Mr. He Xuechu.
3. Mr. Li Shu Fu is the father of Mr. Li Xing Xing.
4. The shareholding structure set out in this column is shown for illustration purposes. The subscription rights under the Option shall only be exercisable so long as not less than 25% of the then issued share capital of the Company as enlarged by the issue of the Option Shares being held in public hands.

Save for the amendments set out in this announcement, there were no other material amendments made to the terms of the Option Deed. The Directors consider that the terms of the Supplemental Option Deed comply with the relevant GEM Listing Rules and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

At the request of the Company, trading in Shares on the Stock Exchange was suspended with effect from 9:24 a.m. on 3 April 2013. The Company has applied to the SEHK for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 5 April 2013.

On behalf of the Board
Honbridge Holdings Limited
LIU Wei, William
Director and Chief Executive Officer

Hong Kong, 3 April 2013

As at the date of this announcement, the Board comprises Mr. He Xuechu, Mr. Liu Wei, William and Mr. Shi Li Xin as executive directors; Mr. Ang Siu Lun, Lawrence and Mr. Yan Weimin as non-executive directors and Mr. Chan Chun Wai, Tony, Mr. Fok Hon and Mr. Ma Gang as independent non-executive directors.

This announcement, for which the Directors of the Company 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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the Company’s website www.8137.hk