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**Ngai Shun Holdings Limited**

**毅信控股有限公司**

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

**(Stock Code: 01246)**

**MAJOR AND CONNECTED TRANSACTION  
CLARIFICATION ANNOUNCEMENT**

Reference is made to the announcement of Ngai Shun Holdings Limited (the “**Company**”) dated 18 July 2017 (the “**Announcement**”) in relation to the Disposal. Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Announcement.

The Board would like to clarify that one of the independent non-executive Directors abstained from voting in respect of the Disposal. As such, Rule 14A.101 of the Listing Rules is not applicable in respect of the Disposal and the Disposal will be subject to the approval by the independent shareholders of the Company.

An independent board committee will be established and an independent financial adviser will be appointed to advise the independent board committee and the independent shareholders on the terms of the Disposal. Further details about the Disposal will be disclosed in the circular to be dispatched to the Shareholders in due course.

By order of the Board  
**Ngai Shun Holdings Limited**  
**Mock Wai Yin**  
*Executive Director and Chairman*

Hong Kong, 26 July 2017

*As at the date of this announcement, the Company has (i) two executive Directors, namely Mr. Mock Wai Yin and Dr. Wong Yun Kuen; (ii) one non-executive Director, namely Mr. Chui Kwong Kau; and (iii) three independent non-executive Directors, namely Mr. Lam Chi Wai, Mr. Eric Todd and Mr. Chai Chi Man.*

*In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.*