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EAGLE LEGEND ASIA

EAGLE LEGEND ASIA LIMITED

鵬程亞洲有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 936)

GRANT OF WAIVER UNDER RULE 14.41(a) OF THE LISTING RULES

Reference is made to the announcement (the “**Announcement**”) of Eagle Legend Asia Limited (the “**Company**”) dated 27 October 2016 in relation to the entering into of the conditional sale and purchase agreement dated 27 October 2016 between Lucky Boom Investments Limited (a wholly-owned subsidiary of the Company) and Mr. He Xiaoyang in respect of the proposed acquisition of a 51% equity interest in Best Earnest Investments Limited. Unless otherwise stated, capitalised terms used herein shall have the same meanings as ascribed thereto in the Announcement.

As disclosed in the Announcement, the Acquisition constitutes a major transaction for the Company under Chapter 14 of the Listing Rules. Since no Shareholder is required to abstain from voting if the Company were to convene a general meeting for approving the resolution(s) in respect of the Acquisition Agreement and the transactions contemplated thereunder, the Company obtained the written Shareholders’ approval from Harbour Luck Investments Limited, being the controlling Shareholder interested in 600,000,000 Shares (representing approximately 62.5% of the issued Shares as at the date of the Announcement), in respect of the Acquisition Agreement and the transactions contemplated thereunder. Pursuant to Rule 14.44 of the Listing Rules, such written approval from Harbour Luck Investments Limited is accepted in lieu of holding a general meeting.

Pursuant to Rule 14.41(a) of the Listing Rules, a circular (the “**Circular**”) containing, among other things, (i) details of the Acquisition Agreement; (ii) the financial information of the Group; (iii) the financial information of the Target Group; (iv) the valuation report on Guangdong Dahe; and (v) the unaudited pro forma financial information of the Enlarged Group assuming Completion takes place is required to be despatched to the Shareholders within 15 business days after the publication of the Announcement, which is 17 November 2016.

As additional time is needed for the Company to compile the information required for the Circular, including, among other things, the accountants’ reports of the Target Group and Guangdong Dahe, the valuation report of Guangdong Dahe and the unaudited pro forma financial information of the Enlarged Group assuming Completion takes place, the Company

has applied for, and the Stock Exchange has granted on 11 November 2016, a waiver from strict compliance with Rule 14.41(a) of the Listing Rules on the condition that the Circular shall be despatched by 31 December 2016.

By order of the Board
Eagle Legend Asia Limited
Zeng Li
Chairman

Hong Kong, 11 November 2016

As at the date of this announcement, the Board comprises Mr. Zeng Li, Mr. Winerthan Chiu and Mr. Chan Ka Lun as executive Directors; and Mr. Wan Tze Fan Terence, Mr. Tsui Robert Che Kwong and Ms. Yang Yan Tung Doris as independent non-executive Directors.