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CHINA SEVEN STAR HOLDINGS LIMITED

中國七星控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 245)

SUPPLEMENTAL AGREEMENT TO AGREEMENT IN RELATION TO FORMATION OF JOINT VENTURE COMPANY

Reference is made to the announcement of the Company (the “**Announcement**”) dated 4 July 2014 in relation to the formation of joint venture company and entering into of the management agreement. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

THE SUPPLEMENTAL AGREEMENT

As set out in the Announcement, the registered capital of the JV Company will be RMB3,000,000. Pursuant to the JV Agreement, Seven Star Shopping will subscribe for 70% shareholding interest of the JV Company for a cash consideration of RMB2,100,000 and Shanghai Qiangguan and Lin Wei will subscribe for, in aggregate, 30% shareholding interest of the JV Company for a cash consideration of RMB900,000.

On 30 July 2014, Seven Star Shopping, Shanghai Qiangguan and Lin Wei entered into a supplemental agreement (the “**Supplemental Agreement**”) to amend certain terms to the JV Agreement. Pursuant to the JV Agreement (as amended by the Supplemental Agreement), the registered capital of the JV Company will be increased to RMB10,000,000 and Seven Star Shopping will subscribe for 70% shareholding interest of the JV Company for a cash consideration of RMB7,000,000 and Shanghai Qiangguan and Lin Wei will subscribe for, in aggregate, 30% shareholding interest of the JV Company for a cash consideration of RMB3,000,000. The subscription money of RMB7,000,000 payable by Seven Star Shopping will be funded by the Group’s internal resources. The subscription money payable by all parties to the JV Agreement (as amended by the Supplemental Agreement) will be used as initial working capital of the JV Company.

Save as disclosed above, all other terms and conditions of the JV Agreement shall remain in full force and effect. The Board considers that the entering into of the Supplemental Agreement is in the interests of the Company and the Shareholders as a whole.

By order of the Board
China Seven Star Holdings Limited
Ni Xinguang
Chairman

Hong Kong, 30 July 2014

As at the date of this announcement, the Board comprises (1) Mr. Ni Xinguang, Mr. Tu Baogui and Ms. Chen Xiaoyan as executive directors, and (2) Mr. Lu Wei, Mr. Wong Chak Keung and Mr. Ling Yu Zhang as independent non-executive directors.