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**Hang Fat Ginseng Holdings Company Limited**  
**恒發洋參控股有限公司**

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

**(Stock Code: 911)**

**ANNOUNCEMENT REGARDING  
RULE 10 OF THE TAKEOVERS CODE**

References are made to (i) the announcement of the Company dated 28 January 2016 regarding trading halt of the Shares on the Stock Exchange; (ii) the announcement of the Company dated 2 February 2016 regarding, among other matters, dealings in securities by Directors during the Black-out Period; and (iii) the announcement of the Company dated 4 February 2016 regarding, among other matters, Rule 3.7 of the Takeovers Code (collectively, the “**Announcements**”). Terms defined in the Announcements shall, unless the context requires otherwise, have the same meanings when used in this announcement.

The Company would like to draw the attention of the Shareholders and potential investors of the Company to the voluntary announcement of the Company dated 25 January 2016 mentioning the estimated (i) decrease in the profit attributable to owners of the Company for the year ended 31 December 2015, as compared to that for the six months ended 30 June 2015; and (ii) increase of the profit attributable to the owners of the Company for the year ended 31 December 2015 by more than 50%, as compared to that for the year ended 31 December 2014 (the “**Estimated Financial Information**”). Pursuant to Rule 10.6 of the Takeovers Code, the Estimated Financial Information constitutes profit forecasts which would be required by Rule 10.3(d) of the Takeovers Code to be reported on by auditors and a financial adviser and their reports must be included in the document sent to the Shareholders.

The Company is currently finalising the annual results of the Group for the year ended 31 December 2015 (the “**Annual Results**”) and is expected to despatch the Annual Results announcement on or about 23 March 2016. In the event that any document is sent to the Shareholders prior to the publication of the Annual Results announcement, the reporting on the Estimated Financial Information by auditors and a financial adviser would be included in such document. Otherwise, in the event the Company publishes the Annual Results announcement (to which the Estimated Financial Information relates) prior to the issue of the next document to the Shareholders (the “**Next**

**Document**”) and the relevant results together with the notes to the financial statements of the Company are included in the Annual Results announcement, the inclusion of the reports by auditors and a financial adviser in the Next Document will no longer be required.

**Shareholders and potential investors should note that the Estimated Financial Information does not meet the standard required by Rule 10 of the Takeovers Code and has not been reported on in accordance with the Takeovers Code, and thus they are advised to exercise extreme caution in placing reliance on the Estimated Financial Information in assessing the merits and demerits of any possible transaction and offer, i.e. the possible subscription of new shares of the Company by the Potential Investor (as defined in the announcement of the Company dated 15 February 2016), should such possible subscription of new shares of the Company proceed.**

By Order of the Board  
**Hang Fat Ginseng Holdings Company Limited**  
**Yeung Wing Yan**  
*Chairman & Chief Executive Officer*

Hong Kong, 19 February 2016

*As at the date of this announcement, the executive Directors are Mr. Yeung Wing Yan, Mr. Yeung Wing Kong and Ms. Fu Fung Sau; and the independent non-executive Directors are Mr. Wong Senta, Mr. Kwok Lam Kwong Larry and Mr. Cheung Chung Wai Billy.*

*All the Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*