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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)

**DEALINGS IN SECURITIES BY
DIRECTORS DURING BLACK-OUT PERIOD**

Reference is made to the announcement of Hang Fat Ginseng Holdings Company Limited (the “**Company**”) dated 2 February 2016 regarding, among other matters, dealings in securities by directors during black-out period (the “**Announcement**”). Terms defined in the Announcement, unless the context requires otherwise, have the same meanings when used in this announcement.

This announcement is made by the Company pursuant to paragraph C.14 of Appendix 10 to the Listing Rules.

The Board has been further informed by the Controlling Shareholders that, in order to repay the outstanding debts of Mr. Matthew Yeung and Mr. Jeffrey Yeung, Cervera Holdings Limited (“**Cervera**”) and Athena Power Limited (“**Athena Power**”) disposed the following respective Shares on 29 February 2016 (after trading hours) to two independent third parties (the “**Further Disposal**”):

Seller	Buyer	Number of Shares	Consideration	Approximate shareholding %
Cervera	Independent third party A	400,000,000 Shares	HK\$14,795,255.51	4.00
Cervera	Independent third party A	400,000,000 Shares	HK\$14,795,255.51	4.00
Athena Power	Independent third party B	217,470,000 Shares	HK\$8,043,810.54	1.09
Athena Power	Independent third party B	200,000,000 Shares	HK\$7,397,627.75	1.00

As disclosed in the Announcement, Mr. Matthew Yeung and Mr. Jeffrey Yeung are experiencing certain financial difficulties, whereby they required to obtain funds immediately to repay their personal debts. Since the Disposal (as disclosed in the Announcement), though certain amount of their personal debts had been repaid, both Mr. Matthew Yeung and Mr. Jeffrey Yeung are still experiencing financial difficulties.

Under the current circumstances, Mr. Matthew Yeung and Mr. Jeffrey Yeung considered the Shares held by the Controlling Shareholders were the more valuable and liquid assets of the Controlling Shareholders whereby each of them continues to consider disposing the Shares held by them were the only reasonable course of action available to them to repay their personal debts.

The Directors, who are not interested in the transactions contemplated under the Further Disposal (i.e. the independent non-executive Directors) concurred with the views of Mr. Matthew Yeung and Mr. Jeffrey Yeung and agreed that transactions contemplated under the Further Disposal being taken place during the Black-out Period was considered as exceptional circumstances, and that each of Mr. Matthew Yeung, Mr. Jeffrey Yeung and Ms. Fu Fung Sau should be allowed to deal in the Shares during the Black-out Period.

As at the date of this announcement, subsequent to the transactions contemplated under the Further Disposal, the Controlling Shareholders were interested in an aggregate of 3,174,240,000 Shares, representing approximately 15.86% of the total issued share capital of the Company as at the date of this announcement.

Shareholders and potential investors are urged to exercise extreme caution when dealing in the Shares and/or other securities of the Company.

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

Hong Kong, 1 March 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. Yuen Chee Lap, Carl and Mr. Wu Wai Leung Danny.