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## **HL Technology Group Limited**

**泓淋科技集團有限公司\***

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

**(Stock Code: 1087)**

### **SUPPLEMENTAL AGREEMENT IN RESPECT OF MAJOR AND CONNECTED TRANSACTION IN RELATION TO THE ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF ROSY SUN INVESTMENTS LIMITED**

Reference is made to the announcement of HL Technology Group Limited (the “Company”) dated 30 October 2012 in relation to the acquisition of the entire issued share capital of Rosy Sun Investments Limited (the “Announcement”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

The Board announces that on 28 December 2012, the Company and the Vendor entered into a supplemental agreement (the “Supplemental Agreement”) to amend certain terms of the S&P Agreement. Details of the Supplemental Agreement are set out below:

#### **SUPPLEMENTAL AGREEMENT**

**Date:** 28 December 2012

**Parties:**

**Vendor:** Mr. Chi

**Purchaser:** the Company

Pursuant to the Supplemental Agreement, the Company and the Vendor agreed that (i) the number of Sale Shares to be conditionally sold and purchased under the S&P Agreement shall be two, representing the entire issued share capital of the Target Company; and (ii) in

\* For identification purpose only

relation to the Profit Guarantee, the audited consolidated accounts of the PRC Company for the year ending 31 December 2013 pursuant to which the Net Profit would be shown shall be prepared according to the International Financial Reporting Standards instead of Hong Kong Financial Reporting Standards.

Save as the amendments disclosed above, all other terms and conditions under the S&P Agreement shall remain in full force and effect.

## **REASONS FOR ENTERING INTO THE SUPPLEMENTAL AGREEMENT**

Pursuant to the S&P Agreement, the Vendor has conditionally agreed to sell and the Company has conditionally agreed to purchase the Sale Share and the Shareholder's Loan (if any). Since the Shareholder's Loan has been credited as fully paid capital by allotment and issue of an additional Share, the Company and the Vendor entered into the Supplemental Agreement to incorporate the change in capital structure of the Target Company. Furthermore, the Company considers that it would be more consistent when if the assessment of the financial performance of the PRC Company is under the same accounting standards of the Company.

By order of the Board  
**HL Technology Group Limited**  
**Chi Shaolin**  
*Chairman and CE*

Hong Kong, 28 December 2012

*As at the date of this announcement, the executive Directors are Mr. Chi Shaolin, Mr. Jiang Taike and Mr. Li Jianming, the non-executive Director is Ms. Xu Yiming and the independent non-executive Directors are Mr. Shu Wa Tung, Laurence, Mr. Song Lizhong and Ms. Zheng Lin.*