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## **MING FUNG JEWELLERY GROUP LIMITED**

**明豐珠寶集團有限公司\***

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

**(Stock code: 860)**

### **PROPOSED CHANGE OF COMPANY NAME**

The board (the “**Board**”) of directors (the “**Directors**”) of Ming Fung Jewellery Group Limited (the “**Company**”) proposes to change the name of the Company from “Ming Fung Jewellery Group Limited” to “O Luxe Holdings Limited” and to adopt “奧立仕控股有限公司” as a dual foreign name of the Company to replace its existing Chinese name “明豐珠寶集團有限公司” (the “**Change of Company Name**”).

### **CONDITIONS FOR THE CHANGE OF COMPANY NAME**

The Change of Company Name will be subject to the following conditions:

- (1) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the forthcoming annual general meeting (the “**AGM**”) to approve the Change of Company Name; and
- (2) the Registrar of Companies in the Cayman Islands approving the Change of Company Name.

Subject to the satisfaction of the above conditions, the Change of Company Name will take effect on the date of issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

\* *for identification purpose only*

## **EFFECTS OF THE CHANGE OF COMPANY NAME**

The Change of Company Name will not affect any of the rights of the existing Shareholders or the Company's daily business operation and its financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Change of Company Name becoming effective, continue to be evidence of title to the shares of the Company (the "**Shares**") and will be valid for trading, settlement, registration and delivery for the same number of Shares in the new name of the Company. As soon as the Change of Company Name has become effective, any new issue of share certificates will be issued in the new name of the Company. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

## **REASONS FOR THE CHANGE OF COMPANY NAME**

Following the completion of the acquisition of Sinoforce Group Limited, the Company and its subsidiaries (the "**Group**") have taken further steps to expand the Group's business focus on the distributor business. The Board considers that the proposed new name of the Company will better reflect this business focus and symbolize a new start and refresh the corporate image of the Company. As such, the Board believes that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

## **GENERAL**

At the forthcoming AGM, a special resolution would be proposed for the shareholders to consider, and if thought fit, to approve the Change of Company Name. A circular containing, among other things, further details of the proposed Change of Company Name together with a notice convening the AGM will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement(s) on the Change of the Company Name and the effective dates of the Change of Company Name and the new stock short name of the Company under which the Shares will be traded on The Stock Exchange of Hong Kong Limited.

By order of the Board  
**Ming Fung Jewellery Group Limited**  
**Wong Chi Ming, Jeffry**  
*Chairman*

Hong Kong, 16 January 2015

*As at the date hereof, the Company's executive directors are Mr. Wong Chi Ming, Jeffry, Mr. Zhang Jinbing and Mr. Yu Fei, Philip and independent non-executive directors are Ms. Chu Wai Fan, Dr. Willinge Garry Alides, Mr. Tam Ping Kuen, Daniel and Mr. Jiang Chao.*