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THE DISPOSAL AGREEME N T

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Considera ion and pa ymep t erms

T ons r, t on to p, t ur s r to , qu r t A ounts v, s ppro , t , B on T ons r, t on , s s tt t ur s r p, n to t s n, t n , ount o or os Yon Z do F, tor n , or t A ounts v, on 2, ov r 2, 22,

Basis of de ermina ion of he considera ion

T ons r, t on , s t r, n on r, 's n t n ot, t ons t n or os Yon Z do F, tor n , n t ur s r s on , t oo v, u o t A ounts v, 2, t nu r o , s t n t , t o spos, n t p t , t o p, nt t D tor , n t r t ort n ss o t D tor

Comple ion of he disposal

Co p r t on o t D spos, 2, s 2,

FINANCIAL EFFECT OF THE DISPOSAL AND USE OF PROCEEDS

As at the date of this announcement, the Disposal Agreement has not become unconditional and the Company is not expected to recognise any gain or loss from the Disposal. The actual amount of gain or loss to be recognised by the Group from the Disposal is subject to the audit of the accounts of the Disposal Group for the year ending 31 December 2015.

The Group intends to use the proceeds from the Disposal to finance the Group's future investments in solutions relevant to the Group's customers and for general working capital purposes.

REASONS FOR AND BENEFITS OF THE DISPOSAL

The Group is committed to supporting the Hong Kong Government's "Dual Engine Strategy" and has been striving to develop innovative solutions and services to provide enhanced support to

DEFINITIONS

In this announcement unless the context otherwise requires the following expressions shall have the following meanings:

"Accounts Warrant"	the accounts relating to the Consideration Shares pursuant to the Deposit Agreement
"Board"	the board of Directors
"Company"	Yihai Honsen Group Limited and any entity in which the Company holds a controlling interest and the financial results of which are consolidated and accounted for as subsidiaries in the Company's consolidated financial statements
"connected persons"	has the meaning ascribed to it under the Listing Rules
"Depositary"	the depositary of the Accounts Warrants as appointed by the Company from time to time and any successor depositary appointed by the Company from time to time for the purpose of the Deposit Agreement
"Directors"	the directors of the Company
"Deposit Agreement"	the deposit agreement dated [•] entered into between the Company and the Depositary relating to the issuance of the Accounts Warrants and the deposit of the Consideration Shares with the Depositary pursuant to the Deposit Agreement and the terms and conditions of the Accounts Warrants
"Free Deposit Agreement"	the free deposit agreement dated [•] entered into between the Company and the Depositary relating to the deposit of the Consideration Shares with the Depositary pursuant to the Free Deposit Agreement and the terms and conditions of the Accounts Warrants, a copy of which has been produced to the Stock Exchange and marked "A" for the purpose of identification
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC

"▶st n ⌇ u⌐ s"	t⌐ u⌐ s Gov rn n t⌐ ▶st n o⌐ ur t s on t⌐ to ⌇ E ⌐n
"⌇ C"	t⌐ op⌐ 's⌇ pu⌐ o C⌐h ⌐or t⌐ purpos o t⌐s ⌐nnoun ⌐ nt on⌐ ⌐u s Hon on ⌐ ⌐u⌐ p ⌐⌐ A ⌐ n str⌐ t v ⌇ on o⌐ t⌐ op⌐ 's⌇ pu⌐ o⌐ C⌐h ⌐n T⌐ ⌐ n
"⌐ r v ous D spos⌐⌐ A r ⌐ nts"	o⌐⌐ t v⌐ t⌐ ⌐ ounts r v⌐⌐ s spos⌐⌐ r ⌐ nts ⌐t ⌐ r⌐⌐ ⌐⌐ Apr⌐ ⌐⌐ ⌐ Apr⌐ ⌐⌐ ⌐ Apr⌐ ⌐⌐ ⌐ Jun ⌐⌐ ⌐ Jun ⌐⌐ ⌐⌐ Jun ⌐⌐ ⌐ to⌐ r⌐ ⌐⌐ n ov ⌐⌐ r⌐ ⌐⌐ t n ⌐or os Yon Z⌐uo F⌐ tor n ⌐n t⌐ ur⌐ s r
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"⌇ B"	⌇ n⌐ m⌐ t⌐⌐ ⌐u⌐ urr n o⌐ t⌐ ⌇ C
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"⌐⌐ r⌐ ⌐⌐ rs"	t⌐ ⌐⌐ rs o⌐⌐ r s
"⌐⌐ to ⌇ E ⌐n ⌐"	T⌐ ⌐⌐ to ⌇ E ⌐n o⌐ Hon on ▶⌐ t
"su⌐s ⌐ r s⌐"	⌐s t⌐ ⌐ n n ⌐ s r⌐ to t un r t⌐ ▶st n ⌇ u⌐ s
"Z⌐⌐ n n t"	中國人民銀行征信中心動產融資統一登記系統 t⌐ op⌐ 's B⌐ n o⌐ C⌐h Cr t⌇ ⌐ r n C nt r ⌐ ov⌐⌐ s F n⌐ n n ⌐n⌐ ⌇ str⌐ t on⌐⌐ st⌐ ⌐ ⌐ r str⌐ t on s st⌐ ⌐or tr⌐ ns⌐ r o⌐ ⌐ ounts r v⌐⌐ s n t⌐ ⌇ C st⌐⌐ s⌐ un⌐ r t⌐ prop rt ⌐ o⌐ t⌐ ⌇ C
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B or r o⌐ t⌐ Bo⌐ r
SY Holdings Group Limi ed
Tung Chi Fung
Chairman

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As at the date of this announcement, the Board comprises two Executive Directors: Mr. Tung Chi Fung and Mr. Chen Jen-Tse; one Non-executive Director: Mr. Lo Wai Hung; and four Independent Non-executive Directors: Mr. Loo Yau Soon, Mr. Fong Heng Boo, Mr. Tang King San Terence and Ms. Chan Yuk Ying Phyllis.

*The English transliteration of the Chinese name(s) in this announcement, where indicated with * , is included for information purpose only, and should not be regarded as the official English name(s) of such Chinese name(s).*

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.