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## **CHANGGANG DUNXIN ENTERPRISE COMPANY LIMITED**

**長港敦信實業有限公司**

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

**(Stock Code: 2229)**

### **ANNOUNCEMENT ON THE PERFORMANCE OF THE DEED OF NON-COMPETITION**

Reference is made to the prospectus (the “**Prospectus**”) issued by Changgang Dunxin Enterprise Company Limited (the “**Company**”, and together with its subsidiaries (the “**Group**”)) dated 16 June 2014 by way of placing and public offer of the Company’s shares for the listing on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the annual report of the Company for the year ended 31 December 2014.

#### **DEED OF NON-COMPETITION**

Each of the controlling shareholders of the Company (the “**Controlling Shareholders**”), namely (i) Mr. Zheng Dunmu, executive director and chairman of the Company; (ii) Pure Sheen Limited; (iii) Radiant Prestige Limited; and (iv) Radiant Path Limited, has given a deed of non-competition in favour of the Company on 11 June 2014 (the “**Deed of Non-Competition**”), pursuant to which, subject to certain exceptions as set out on pages 152 and 153 of the Prospectus and amongst others, each of the Controlling Shareholders has undertaken (for the Company and its subsidiaries) that, carry on or be engaged, concerned, interested directly or indirectly whether as a shareholder (other than as a shareholder of the Company), partner, principal, agent or otherwise in, or in any other business that is similar or is in competition or may compete, directly or indirectly, with any business carried on from time to time and/or any business as described in the Prospectus to be carried on by any member of the Group (the “**Restricted Activity**”) in Hong Kong or any other territory in which any member of the Group from time to time operates.

Details of the Deed of Non-Competition are set out in the section headed “Substantial and Controlling Shareholders — Non-Competition Undertakings” of the Prospectus.

The Company confirms that each of the Controlling Shareholders have complied with the Deed of Non-Competition from the date of listing up until the year ended 31 December 2014. In order to ensure the Controlling Shareholders have complied with the Deed of Non-Competition, each of the Controlling Shareholders have provided to the Company a written confirmation that (i) in respect of his/its compliance with the Deed of Non-Competition for the year ended 31 December 2014 and no personal interests were ever declared by any Controlling Shareholders who are also Directors at the Directors' meetings; and (ii) stating that they and their respective associates did not directly or indirectly, carry on or hold any right or interests in or render any services to, or is otherwise involved in, any business which may be in competition with the business carried on by the Group from time to time.

The independent non-executive directors of the Company have also reviewed the status of the compliance by each of the Controlling Shareholders with the undertakings in the Deed of Non-Competition and have confirmed that, as far as they can ascertain, there is no breach by any of the Controlling Shareholders of the undertakings in the Deed of Non-Competition given by them.

As of the date of this announcement, the Company is not aware of any other matters regarding the compliance of the undertakings in the Deed of Non-Competition and there have not been any changes in terms of the Deed of Non-Competition since the Company's listing of shares on the Stock Exchange.

By order of the Board  
**Changgang Dunxin Enterprise Company Limited**  
**Zheng Dunmu**  
*Chairman*

Hong Kong, 19 August 2015

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Zheng Dunmu, Mr. Zheng Dunqian, and Mr. Chen Ruomao; and three independent non-executive Directors, namely Mr. Kwong Kwan Tong, Mr. Ye Deshan and Mr. Hu Zhenghui.*