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## **NOBLE CENTURY INVESTMENT HOLDINGS LIMITED**

**仁瑞投資控股有限公司**

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 2322)**

### **SUPPLEMENTAL AGREEMENT RELATING TO THE ACQUISITION AGREEMENT AND**

### **FURTHER DELAY IN DESPATCH OF CIRCULAR REGARDING THE**

**(1) MAJOR TRANSACTION IN RELATION TO  
THE ACQUISITION OF A VESSEL; AND**

**(2) VERY SUBSTANTIAL DISPOSAL AND CONNECTED  
TRANSACTION IN RELATION TO THE DISPOSAL OF A VESSEL**

#### **SUPPLEMENTAL AGREEMENT IN RELATION TO THE ACQUISITION AGREEMENT**

On 30 August 2013, the Purchaser and the Vendor entered into the Acquisition Supplemental Agreement, pursuant to which (i) the Delivery Date has been extended to no later than 30 September 2013 or such later date as may be agreed by the Purchaser pursuant to the terms and conditions of the Acquisition Agreement; and (ii) the Acquisition Long Stop Date has been extended to 30 September 2013 (or such later date as may be agreed by the Purchaser and the Vendor).

#### **FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO THE MAJOR TRANSACTION AND THE VERY SUBSTANTIAL DISPOSAL AND CONNECTED TRANSACTION**

As additional time is required for the Company to finalise certain information to be included in the Circular, it is expected that the date of despatch of the Circular will be further postponed to a date falling on or before 10 September 2013.

Reference is made to the announcements of Noble Century Investment Holdings Limited (“Company”) dated 31 July 2013 and 13 August 2013 (“Announcements”). Unless the context otherwise requires, capitalized terms used herein have the same meanings as defined to them in the Announcements.

## **SUPPLEMENTAL AGREEMENT IN RELATION TO THE ACQUISITION AGREEMENT**

Pursuant to the Acquisition Agreement, the Delivery Date of Vessel Bao Xin shall be no later than 31 August 2013 or such later date as may be agreed by the Purchaser pursuant to the terms and conditions of the Acquisition Agreement. Further, pursuant to the Acquisition Agreement, the conditions precedent of the Acquisition shall be fulfilled on or before 31 August 2013 (or such later date as may be agreed by the Purchaser and the Vendor) (the “**Acquisition Long Stop Date**”).

On 30 August 2013, the Purchaser and the Vendor entered into a supplemental agreement (the “**Acquisition Supplemental Agreement**”) to the Acquisition Agreement, pursuant to which (i) the Delivery Date of Vessel Bao Xin has been extended to no later than 30 September 2013 or such later date as may be agreed by the Purchaser pursuant to the terms and conditions of the Acquisition Agreement; and (ii) the Acquisition Long Stop Date has been extended to 30 September 2013 (or such later date as may be agreed by the Purchaser and the Vendor). All other terms and conditions of the Acquisition Agreement shall remain unchanged.

## **FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO THE MAJOR TRANSACTION AND THE VERY SUBSTANTIAL DISPOSAL AND CONNECTED TRANSACTION**

As stated in the Announcements, the Company intended to despatch a circular (“**Circular**”) to the Shareholders containing, among other things, (i) further details of the Acquisition Agreement and the Disposal Agreement; (ii) a letter of advice from an independent financial adviser in respect of the Disposal Agreement and the transactions contemplated thereunder; and (iii) a letter of recommendation from the independent board committee of the Company in respect of the Disposal Agreement and the transactions contemplated thereunder, together with the notice of SGM on or before 30 August 2013.

As additional time is required to finalise the information to be included in the Circular which includes, among other things, (i) the valuation report of Vessel Asian Atlas; (ii) the valuation report of Vessel Bao Xin; and (iii) the pro form financial information of the Group after the Acquisition and Disposal, the despatch date of the Circular is further postponed to a date falling on or before 10 September 2013.

For and on behalf of the Board of  
**Noble Century Investment Holdings Limited**  
Zheng Juhua  
Chairman

Hong Kong, 30 August 2013

*As at the date of this announcement, the executive Directors are Ms. Zheng Juhua, Mr. Chan Chi Yuen and Mr. Chen Shaohua; the independent non-executive Directors are Mr. Man Kwok Leung, Mr. Yu Pak Yan, Peter and Mr. Chi Chi Hung, Kenneth.*