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China Aluminum Cans Holdings Limited

中國鋁罐控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6898)

SECOND SUPPLEMENTAL AGREEMENT IN RELATION TO THE VERY SUBSTANTIAL ACQUISITION AND CONNECTED TRANSACTION

Financial Adviser to the Company



Reference is made to the announcement of China Aluminum Cans Holdings Limited (the “**Company**”) dated 13 March 2015 in relation to the supplemental agreement to the Acquisition Agreement (the “**First Supplemental Agreement**”) entered into by Euro Asia Investments Global Limited, a wholly owned subsidiary of the Company, and Mr. Lin Wan Tsang pursuant to which a condition precedent in the Acquisition Agreement was amended and the placing of new shares of the Company under specific mandate shall be completed on or before 30 September 2015 (the “**Placing Completion Date**”). Unless otherwise defined in this announcement, terms used herein shall have the same meanings as those defined in the said announcement dated 13 March 2015.

SECOND SUPPLEMENTAL AGREEMENT

On 16 March 2015, the parties entered into a second supplemental agreement to the Acquisition Agreement (the “**Second Supplemental Agreement**”) whereby the parties agree to amend the Placing Completion Date and the Long Stop Date to the effect that the placing of new shares of the Company under specific mandate and all other conditions precedent under the Acquisition Agreement shall be completed, fulfilled or waived within three months after approval is obtained from the Independent Shareholders regarding, inter alia, the First Supplemental Agreement and Second Supplemental Agreement at an extraordinary general meeting (or such other date as the parties may agree).

Other than the aforesaid amendment to the Placing Completion Date and the Long Stop Date, all other terms and conditions of the Acquisition Agreement and the Supplemental Agreement shall remain unchanged and in full force and effect.

LISTING RULES IMPLICATION

A circular containing, among other things, (i) further details of the First Supplemental Agreement, the Second Supplemental Agreement and the transactions contemplated thereunder; and (ii) the notice convening the extraordinary general meeting, is expected to be despatched to the Shareholders on or before 31 March 2015.

By Order of the Board
China Aluminum Cans Holdings Limited
Mr. Chamlong Wachakorn
Executive Director

Hong Kong, 16 March 2015

As at the date of this announcement, the executive directors of the Company are Mr. Lin Wan Tsang, Ms. Ko Sau Mee and Mr. Chamlong Wachakorn; and the non-executive director is Mr. Kwok Tak Wang; and the independent non-executive directors are Mr. Leung Man Fai, Dr. Lin Tat Pang, Ms. Guo Yang and Mr. Chung Yi To.