

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

TONIC INDUSTRIES HOLDINGS LIMITED

東力實業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

Website: <http://www.tonic.com.hk>

(Stock Code: 978)

DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement of Tonic Industries Holdings Limited (the “**Company**”) dated 24 April 2013 (the “**Announcement**”) in relation to, among others, the Acquisition. Unless otherwise indicated, capitalised terms defined in the Announcement shall have the same meanings when used herein.

The Acquisition constitutes a reverse takeover for the Company under Rule 14.06(6)(b) of the Listing Rules, and the Acquisition is therefore subject to the approval of the Listing Committee of the new listing application made by the Company on 3 May 2013 (the “**New Listing Application**”). In view of the process required in connection with the New Listing Application, the expected date of despatch of the Circular will be more than 15 business days after the publication of the Announcement. The Circular is subject to review and comments by the Stock Exchange and will be despatched to the Shareholders as soon as practicable after the Company has obtained the approval in principle from the Listing Committee with respect to the New Listing Application. The Company currently expects the Circular will be despatched to the Shareholders on or before 20 June 2013.

The Acquisition is subject to a number of conditions including Independent Shareholders’ approval, which may or may not be fulfilled. In addition, the Listing Committee’s approval to the New Listing Application made by the Company may or may not be granted. SHAREHOLDERS OF THE COMPANY AND POTENTIAL INVESTORS SHOULD EXERCISE CAUTION WHEN THEY DEAL OR CONTEMPLATE DEALING IN THE SHARES OR OTHER SECURITIES OF THE COMPANY.

By Order of the Board
Tonic Industries Holdings Limited
Mr. Huang Peikun
Chairman

Hong Kong, 16 May 2013

As at the date of this announcement, the Board comprises Mr. Huang Peikun, Dr. So Shu Fai, Mr. Liu Zhuogen and Mr. Yu Zhiliang as executive Directors; Ms. Liu Ning as non-executive Director and Dr. Wong Wing Kuen, Albert, Ms. Chen Yanping and Dr. Shi Xinping as independent non-executive Directors.

* *for identification purposes only*