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RENHENG ENTERPRISE HOLDINGS LIMITED

仁恒實業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3628)

ANNOUNCEMENT OF SPECIAL DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS

Reference is made to the announcement of RENHENG Enterprise Holdings Limited (the “**Company**”) dated 15 October 2015 in relation to the notice of meeting of the board of directors (the “**Board**”) of the Company regarding the proposal to approve the declaration and payment of a special dividend (the “**Special Dividend**”).

The Board is pleased to announce that the Special Dividend of HK\$0.15 per ordinary share of the Company (the “**Share(s)**”) is declared on Wednesday, 28 October 2015 and payable to shareholders of the Company (the “**Shareholders**”) whose names appear on the register of members of the Company on Wednesday, 18 November 2015 and will be payable from the share premium account of the Company. The dividend warrants will be posted to Shareholders on or around Monday, 30 November 2015.

REASONS FOR AND EFFECT OF THE PAYMENT OF SPECIAL DIVIDEND OUT OF SHARE PREMIUM ACCOUNT

To reward the Shareholders, the Board considers it appropriate to distribute the Special Dividend in recognition of the Shareholders’ support. The Company is a holding company and a significant part of the Group’s business is carried out through an operating subsidiary of the Company at which level earnings are retained. As such, the Company may not have sufficient retained earnings to pay the Special Dividend at the holding company level. Having taken into account of the existing cash flow of the Group, the Board considers it appropriate and proposes the Special Dividend be paid out of the share premium account in accordance with the Company’s articles of association.

The Board believes that the payment of the Special Dividend will not have any material adverse effect on the financial position of the Group and does not involve any reduction in the authorized or issued share capital of the Company or reduction in the nominal value of the Shares or result in any change in the trading arrangements in respect of the Shares.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Monday, 16 November 2015 to Wednesday, 18 November 2015 (both days inclusive), during such period no transfer of the Shares will be registered in order to ascertain entitlement to the Special Dividend. In order to qualify for the Special Dividend, all share certificates with completed transfer forms either overleaf or separately, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 13 November 2015.

By order of the Board
RENHENG Enterprise Holdings Limited
Wei Sheng Peng
Chairman & Chief Executive Officer

Hong Kong, 28 October 2015

As at the date of this announcement, the executive directors are Mr. Wei Sheng Peng, Ms. Liu Li and Mr. Xu Jiagui and the independent non-executive directors are Mr. Wong Yiu Kit, Ernest, Mr. Kong Hing Ki and Mr. Wu Wei.