

ASX Announcement

10th June 2016

Negotiation of Strategic Funding Underway

Summary

ORH Limited ("ORH" or the "Company") is currently negotiating an agreement to receive funding of at least AUD2.5 Million and up to AUD5 Million from HEWUYUE Investment Limited or Beiben Trucks Chongqing Limited (the "Funder") to fund business development and growth in ORH (the "Proposed Investment").

HEWUYUE Investment Limited is an investment company, with approximately AUD600 Million in businesses that specialise in areas such as, logistics, manufacturing of new energy vehicles, vehicle parts, sales, services, financial services and new technologies in agriculture. HEWUYUE Investment Limited is currently obtaining an interest in Beiben Trucks Group Co., Ltd.

Beiben Trucks Group Co., Ltd manufactures commercial vehicles; encompassing research and development, manufacturing, sales and service. The company maintains a brand of advanced cost-effective technology, high quality and environmentally friendly products. Load capacity of vehicles ranges from 8 to 25 tonnes, with thousands of vehicle types to meet consumers' differing needs. This company dominates the Chinese domestic heavy vehicle market for small and medium sized enterprises and private transport, comprising of more than 80% of the market. Products are also sold in countries such as Russia, Egypt, Pakistan, Singapore and the United Arab Emirates.

Overview of Proposed Investment

The details of the Proposed Investment are currently being negotiated with the main terms being:

- 1) The Funder will obtain a majority 51% interest in ORH;
- 2) The Funder has the ability to appoint representatives to the Board, as well as the Chairman, to assist with the development and execution of the Company's strategy.
- 3) The investment amount will be used for the growth and development of ORH operations, including the pursuit of the significant growth opportunities in transport, logistics and industrial business within Australia.

This will include:

- a. Investment into marketing and development of the Beiben Truck brand within Australia;
- b. Acquisition of Beiben Trucks to increase ORH truck inventory levels;
- c. Working with Beiben Truck to expand the product portfolio to maximize customer expansion; and
- d. Expansion in wholesale business through dealerships and opening representative offices in key sales locations.



All funds invested into ORH will be utilised for business growth and development and will not be used to fund repayment of loans or any other obligations of ORH.

Shareholder benefits and approval

Completion of the Proposed Investment will restructure the Company's net asset base, providing working capital, a new board and strategic business direction. The Proposed Investment is subject to shareholder, ASX and regulatory approval where required, particularly in respect of a 51% ownership in the Company by the Funder.

Enquiries to:

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澳交所公告

2016 年 6 月 10 日

战略投资协商

概要

ORH 有限公司 (“ORH” 或 “公司”) 目前正在谈判商议, 和五岳投资(集团)有限公司 (“和五岳”) 或北奔重型汽车重庆有限公司(“北奔”)(“投资人”), 将投资至少 250 万至最高 500 万澳元的资金用于业务发展与 ORH 公司的增长。(简称 “计划投资”)

和五岳投资(集团)有限公司是一间投资公司, 总投资约有 6 亿澳元, 除其他方面, 专注的领域包含物流, 新能源汽车、汽车配件制造, 销售和服务、金融服务、新农业技术等方面投资。和五岳目前正在收购北奔的股份。

北奔重型汽车集团生产商用车辆; 涵盖研发、制造、销售和服务。公司坚持使用先进与具有成本效应的技术, 拥有高质量与环保的产品。车辆的负债能力范围从 8 吨至 25 吨, 列计千余种车型, 可以满足购买者的不同需求。北奔覆盖国内重车占比较大的中小企业及私营运输市场, 市场份额超过 80%。产品还远销俄罗斯、埃及、巴基斯坦、新加坡与阿联酋。

计划投资概要

投资的细节与主要条款目前正在最后确定:

- 1) 投资人将持有 ORH 有限公司百分之五十一的股份;
- 2) 投资人将有权利授权董事会代表, 包括董事长, 协助公司治理和发展, 执行公司策略。
- 3) 投资资金将用于企业的成长和发展, 包含追求在澳大利亚交通运输、物流、工业企业的重大机遇与增长机会。

这些将包括:

- a. 投资北奔重卡在澳大利亚的品牌营销和发展;
- b. 购买北奔卡车, 增加 ORH 有限公司的卡车库存;
- c. 与北奔重卡一起合作扩大产品组合, 以最大限度提高客户渗透率; 及
- d. 通过关键地区的经销商与新开展的销售办公处扩大批发业务。

所有的投资资金将会用于 ORH 有限公司的成长和发展，将不会用于偿还企业贷款或其他债务。

股东权益与批准

完成计划投资将重组公司净资产基础，提供营运资金，一个新的董事会及战略业务方向。在所需的程序中，计划投资须经股东、澳交所批准及上市法则合规，特别是出资占有公司百分之五十一的公司股份。

咨询请联系：

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公司秘书长

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