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SAME TIME HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 451)



GCL-POLY ENERGY HOLDINGS LIMITED

保利協鑫能源控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 3800)

JOINT ANNOUNCEMENT AMENDMENT DEED IN RELATION TO THE SUBSCRIPTION AGREEMENT

The Company Board and the Subscriber Board announce that on 30 April 2014 (after trading hours), the Company, Same Time International and the Subscriber entered into the Amendment Deed to amend the definition of Completion Date in the Subscription Agreement and extend the Longstop Date from 30 April 2014 to 16 May 2014. Save and except for the amendment of the definition of Completion Date and the extension of the Longstop Date pursuant to the Amendment Deed, all other terms and conditions of the Subscription Agreement remain unchanged and continue to be in full force and effect.

References are made to the joint announcement of SAME TIME HOLDINGS LIMITED (the “**Company**”) and GCL-Poly Energy Holdings Limited (the “**Subscriber**”) dated 13 February 2014 (the “**Joint Announcement**”) in relation to, among other things, (i) proposed issue of the Subscription Shares and proposed grant of Specific Mandate to issue the Subscription Shares; and (ii) approval of Whitewash Waiver by the Company Independent Shareholders, the announcements of the Company dated 30 October 2013, 28 February 2014 and 7 April 2014 in relation to the Placing, the joint announcement of the Company and the Subscriber dated 24 March 2014 in relation to the proposed Change of Company Name and the Non-disposal Undertaking Letters, the circular of the Company dated 31 March 2014 (the “**Circular**”) in relation to above matters and the announcement of the Company dated 23 April 2014 in relation to the poll results of the Company SGM. Unless context requires otherwise, capitalized terms used herein shall have the same meanings as defined in the Joint Announcement and the Circular.

AMENDMENT DEED IN RELATION TO THE SUBSCRIPTION AGREEMENT

The Company Board and the Subscriber Board announce that on 30 April 2014 (after trading hours), the Company, Same Time International and the Subscriber entered into an amendment deed (the “**Amendment Deed**”) to amend certain terms of the Subscription Agreement. Details of the Amendment Deed are set out below.

Amendment to the definition of Completion Date

Pursuant to the Amendment Deed, it is agreed that the definition of Completion Date shall be amended as the day on which the Conditions are fulfilled or waived (or such later date as the parties to the Subscription Agreement may agree).

Extension of the Longstop Date

Pursuant to the Amendment Deed, it is agreed that the longstop date of the fulfillment of the Conditions under the Subscription Agreement (the “**Longstop Date**”) shall be extended from 30 April 2014 to 16 May 2014.

Save as disclosed above, there are no other changes to the Subscription Agreement and all other terms and conditions of the Subscription Agreement remain unchanged and continue to be in full force and effect.

The Company Board considers that the amendments made in the Amendment Deed are not material changes to the terms of the Subscription Agreement and are appropriate given the circumstances and would be in the interests of the Company and the Company Shareholders as a whole.

The Subscriber Board considers that the amendments made in the Amendment Deed are not material changes to the terms of the Subscription Agreement and are appropriate given the circumstances and would be in the interests of the Subscriber and the Subscriber Shareholders as a whole.

By Order of the Company Board
SAME TIME HOLDINGS LIMITED
Yip Sum Yin
Chairman

By Order of the Subscriber Board
GCL-Poly Energy Holdings Limited
Zhu Gongshan
Chairman

Hong Kong, 30 April 2014

The Company Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

The Subscriber Directors jointly and severally accept full responsibility for the accuracy of the information (other than those relating to the Company Group) contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Company Group) have been arrived at after due and careful consideration, and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the executive Company Directors are Mr. Yip Sum Yin (Chairman), Madam Yu Hung Min, Mr. Chung Chi Shing, Mr. Mao Lu and Mr. Yip Wing Fung and the independent non-executive Company Directors are Mr. Lai Wing Leung, Peter, Mr. Lam Kwok Cheong and Madam Lee Mei Ling.

As at the date of this announcement, the Subscriber Board is comprised of six executive directors, namely Mr. Zhu Gongshan, Mr. Shu Hua, Mr. Ji Jun, Mr. Yu Baodong, Ms. Sun Wei and Mr. Zhu Yufeng and three independent non-executive directors, namely Ir. Dr. Ho Chung Tai, Raymond, Mr. Xue Zhongsu and Mr. Yip Tai Him.