

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.



VPower Group International Holdings Limited
偉能集團國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1608)

CLARIFICATION ANNOUNCEMENT

IN RELATION TO DISCLOSEABLE TRANSACTION

- (1) FORMATION OF THE JV COMPANY;**
(2) ENTERING INTO THE EXEMPTED LIMITED PARTNERSHIP AGREEMENT;
AND
(3) ENTERING INTO THE SUBSCRIPTION AGREEMENTS

Reference is made to the announcement dated 29 January 2018 (the “**Announcement**”) of VPower Group International Holdings Limited (the “**Company**”) in relation to the formation of the JV Company, the entering into the Exempted Limited Partnership Agreement, and the entering into the Subscription Agreements which constitute a discloseable transaction of the Company.

Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

The Company would like to clarify that further capital contributions by VPower Cayman and CITIC Cayman under the Shareholders’ Agreement referred to in the Announcement should be USD10 million (equivalent to HKD78 million) in aggregate (the “**Further Capital Contribution**”), of which (i) 50% (amounting to a total of USD5 million (equivalent to HKD39 million)) will be contributed by VPower Cayman, and (ii) 50% (amounting to a total of USD5 million (equivalent to HKD39 million)) will be contributed by CITIC Cayman.

The Further Capital Contribution will then be applied to fund the subscription amount payable by Tamar VPower SLP pursuant to the SLP Subscription Agreement.

Save as stated above, all other information in the Announcement remains unchanged.

By order of the Board
VPower Group International Holdings Limited
Lam Yee Chun
Executive Chairman

Hong Kong, 30 January 2018

For the purpose of this announcement, conversion of USD into HKD is based on the exchange rate of USD1.00 to HKD7.8. The exchange rate is used for illustration purposes only and should not be taken as a representation that the HKD amount could actually be converted into USD at that rate, or at all.

As at the date of this announcement, the executive directors of the Company are Mr. Lam Yee Chun, Mr. Lee Chong Man Jason, Mr. Au-Yeung Tai Hong Rorce and Mr. Lo Siu Yuen, the non-executive directors are Ms. Chan Mei Wan and Mr. Kwok Man Leung, and the independent non-executive directors are Mr. David Tsoi, Mr. Yeung Wai Fai Andrew and Mr. Suen Wai Yu.