

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint 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 joint announcement.



**VANTAGE INTERNATIONAL
(HOLDINGS) LIMITED**

盈信控股有限公司

*(Incorporated in Bermuda
with limited liability)*

(Stock Code: 15)



**ABLE ENGINEERING
HOLDINGS LIMITED**

安保工程控股有限公司

*(Incorporated in the Cayman Islands
with limited liability)*

(Stock Code: 1627)

JOINT ANNOUNCEMENT

INSIDE INFORMATION

**THE SUPPLEMENTARY AGREEMENT
IN RELATION TO THE POSSIBLE ACQUISITION**

This joint announcement is made by Vantage and Able Holdings pursuant to Rule 13.09(2) of the Listing Rules and Inside Information Provisions under Part XIVA of the SFO.

Reference is made to the joint announcement made by Vantage and Able Holdings dated 9 July 2019 in respect of the Framework Agreement in relation to the Possible Acquisition (the “**Joint Announcement**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

As disclosed in the Joint Announcement, the Purchaser and the Vendor had entered into the Framework Agreement in relation to the Possible Acquisition on 9 July 2019. Pursuant to the Framework Agreement, the Possible Acquisition is conditional upon, among others, the fulfilment of the conditions as stated in the Framework Agreement (the “**Conditions Precedent**”), and the deadline of fulfillment of the Conditions Precedent is within 180 days from the date of signing of the Framework Agreement, or such other period as duly agreed by both parties in writing (the “**Agreement Valid Period**”). In the event that the Conditions Precedent have not been fulfilled or waived by the Purchaser within the Agreement Valid Period, the Possible Acquisition constituted under the Framework Agreement shall be cancelled.

SUPPLEMENTARY AGREEMENT

Given that additional time is required for the fulfillment of the Conditions Precedent, the Purchaser and the Vendor have entered into a supplementary agreement on 2 January 2020, after trading hours of the Stock Exchange, to extend the Agreement Valid Period to 2 July 2020 (or such other period as duly agreed by both parties in writing). Save as aforesaid, all terms and conditions of the Framework Agreement remain unchanged and continue in full force and effect in all respects.

The Vantage Board and the Able Holdings Board wish to remind the respective shareholders and potential investors of Vantage and Able Holdings that the Possible Acquisition is subject to, among others, fulfillment of the Conditions Precedent and the entering into of the Formal Agreement. The Possible Acquisition is also subject to fulfilment of such conditions precedent as may be provided under the Formal Agreement, which terms and conditions are yet to be finalised. The Framework Agreement may or may not lead to the entering into the Formal Agreement, and thus, the Possible Acquisition may or may not proceed.

Respective shareholders and potential investors of Vantage and Able Holdings are advised to exercise caution when dealing in the shares of Vantage or Able Holdings. Vantage and/or Able Holdings will make further announcement in respect of the Possible Acquisition as and when appropriate in accordance with the Listing Rules.

DEFINITIONS

In this joint announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Able Holdings”	Able Engineering Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of The Stock Exchange (stock code: 1627), which is an indirect 75%-owned subsidiary of Vantage
“Able Holdings Board”	the board of directors of Able Holdings
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange
“SFO”	The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Vantage”	Vantage International (Holdings) Limited, an exempted company incorporated in Bermuda with limited liability and the shares of which are listed on the Main Board of The Stock Exchange (stock code: 15), which is a controlling shareholder of Able Holdings

“Vantage Board”

the board of directors of Vantage

By Order of the board
**VANTAGE INTERNATIONAL
(HOLDINGS) LIMITED**
NGAI Chun Hung
Chairman

By Order of the board
**ABLE ENGINEERING
HOLDINGS LIMITED**
NGAI Chun Hung
Chairman

Hong Kong, 2 January 2020

As at the date of this joint announcement, the composition of the Vantage Board and the Able Holdings Board are as follows:

Vantage

Executive Directors

Mr. NGAI Chun Hung
Mr. YAU Kwok Fai

Non-executive Director

Dr. LEE Man Piu, Albert

Independent Non-executive Directors

Prof. KO Jan Ming
The Hon. IP Kwok Him, *GBM, GBS, JP*
Mr. MONG Chan

Able Holdings

Executive Directors

Mr. NGAI Chun Hung
Mr. IP Yik Nam
Mr. YAU Kwok Fai
Mr. YAM Kui Hung
Mr. LAU Chi Fai, Daniel
Mr. CHEUNG Ho Yuen

Independent Non-executive Directors

Dr. LI Yok Sheung
Ms. MAK Suk Hing
Ms. LEUNG Yuen Shan, Maisy