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AID Partners Capital Holdings Limited
(滙友資本控股有限公司)*

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8088)

**ANNOUNCEMENT IN RELATION TO THE ACQUISITION OF 70% ISSUED
SHARE CAPITAL OF THE TARGET COMPANY**

Reference is made to the announcements of the Company (the “**Company**”) dated 1 December 2014, 17 February 2015, 17 March 2015 and 2 April 2015 and the circular of the Company dated 2 March 2015 (the “**Circular**”) in relation to, among other things, the Acquisition. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the Circular.

Pursuant to the Sale and Purchase Agreement, if the 2015 Interim Profit is not less than 40% of the 2015 Profit Target (i.e. RMB8,800,000 (equivalent to approximately HK\$11,117,040)), the Second Instalment shall be payable within 15 Business Days from the date of issue of the 2015 Interim Report. The 2015 Interim Profit shall refer to the unaudited consolidated net profit or loss (as the case may be) of the PRC Target Group for the six months ended 30 June 2015.

As stated in the announcement of the Company dated 2 April 2015, the Completion took place on 2 April 2015 and the Structured Contracts were entered into upon Completion, i.e. 2 April 2015, therefore no consolidated accounts of the WFOE and VSOYOU for the period from 1 January 2015 to 1 April 2015 was being prepared. For the purpose of determining the 2015 Interim Profit, the unaudited consolidated net profit of the PRC Target Group for the six months ended 30 June 2015 is determined as if Completion had taken place on 31 December 2014 and the Structured Contracts had been in place since 1 January 2015. On this basis and in accordance with the formula set out in the Sale and Purchase Agreement, the 2015 Interim Profit would be approximately RMB9,045,000 and therefore, the 2015 Interim Profit is not less than 40% of the 2015 Profit Target. As such, the Second Instalment shall be payable (i) as to RMB6,000,000 (equivalent to HK\$7,579,800) by cash, and (ii) as

* *For identification purpose only*

to RMB1,000,000 (equivalent to approximately HK\$1,263,300) by the issue and allotment of the Second Instalment Consideration Shares, within 15 Business Days from the date of issue of the 2015 Interim Report (i.e. 10 August 2015).

Pursuant to the Supplemental Agreement, the new Shares to be issued for settlement of the Second Instalment Consideration Shares shall be allotted and issued at the issue price of HK\$0.214 per Share. Accordingly, the Company shall allot and issue to the Vendor 5,903,271 Second Instalment Consideration Shares (representing approximately 0.08% of the issued share capital of the Company as enlarged by the Second Instalment Consideration Shares) to be issued for settlement of the Second Instalment under the Specific Mandate and in accordance with the terms and conditions of the Supplemental Agreement.

For the purpose of determining the 2015 Profit Target, the audited consolidated net profit of the PRC Target Group for the year ending 31 December 2015 will be determined as if the Completion had taken place on 31 December 2014 and the Structured Contracts had been in place since 1 January 2015 in accordance with the formula set out in the Sale and Purchase Agreement mentioned above.

By order of the Board
AID PARTNERS CAPITAL HOLDINGS LIMITED
Wu King Shiu, Kelvin
Executive Director

Hong Kong, 12 August 2015

As at the date of this announcement, the Directors are:

Executive Directors: *Wu King Shiu, Kelvin, Ho Gilbert Chi Hang and Chang Tat Joel*

Non-Executive Director: *Stephen Shiu Junior*

Independent Non-Executive Directors: *Balme Didier Raymond Marie, Chinn Adam David, Professor Lee Chack Fan, GBS, SBS, JP, Shi Jinsheng, Sin Hendrick and Yuen Kwok On*

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.aid8088.com.