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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)

**SUPPLEMENTAL AGREEMENT IN RELATION TO
THE ACQUISITION OF 70% ISSUED SHARE CAPITAL OF
HONESTWAY GLOBAL GROUP LIMITED**

Reference is made to the announcement of AID Partners Capital Holdings Limited (the “**Company**”) dated 1 December 2014 (the “**Announcement**”). Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

THE SUPPLEMENTAL AGREEMENT

As disclosed in the Announcement, amongst other things, the issue price of the Second Instalment Consideration Shares, the Third Instalment Consideration Shares and the Fourth Instalment Consideration Shares (if any) shall be the average closing price of the Shares quoted on GEM for the ten (10) Business Days immediately preceding the date of signing of the Sale and Purchase Agreement, being HK\$1.283 per Consideration Share.

* *For identification purposes only*

Subsequent to the entering into of the Sale and Purchase Agreement, on 27 January 2015 the Company issued and allotted a total of 2,366,865,285 new Shares (the “**Bonus Shares**”) under the issue of Bonus Shares on the basis of five (5) Bonus Shares for every one (1) existing Share held by the qualifying shareholders on 16 January 2015 (the “**Bonus Issue**”). Please refer to the announcements of the Company dated 10 December 2014 and 27 January 2015 and the circular of the Company dated 19 December 2014 for details of the Bonus Issue.

Having considered the issue and allotment of the Bonus Shares under the Bonus Issue, on 17 February 2015 (after trading hours), the Purchaser, the Company, the Vendor and the Vendor’s Guarantors entered into a supplemental agreement (the “**Supplemental Agreement**”), pursuant to which, the parties agreed to adjust the issue price of the Consideration Shares to HK\$0.214 per Consideration Share.

Save as disclosed above, there is no any other change to the terms of the Sale and Purchase Agreement and all terms and conditions of the Sale and Purchase Agreement remain unchanged and in full force and effect. The terms of the Supplemental Agreement were arrived at after arm’s length negotiations among the parties. Veda Capital Limited has been appointed as the independent financial adviser to advise the Company in respect of the Supplemental Agreement and the transactions contemplated thereunder. Veda Capital Limited is of the view that the terms of the Supplemental Agreement are fair and reasonable. Having considered the terms of the Supplemental Agreement and the advice of Veda Capital Limited, the Directors believe that the terms of the Supplemental Agreement are fair and reasonable and are in the interests of the Company and its Shareholders as a whole.

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

Hong Kong, 17 February 2015

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

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

Non-Executive Director: *Stephen Shiu Junior*

Independent Non-Executive Directors: *Shi Jinsheng, Sin Hendrick and Yuen Kwok On*

This announcement, for which the Directors collectively and individually accept full responsibility, includes particular 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.