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.



Enviro Energy International Holdings Limited

環能國際控股有限公司

(Incorporated in the Cayman Islands with limited liability ) Website: http://www.enviro-energy.com.hk (Stock Code: 8182)

## **CLARIFICATION ANNOUNCEMENT**

Reference is made to the announcement of the Company dated 23 July 2009 ("Announcement") relating to, among other matters, the TWE Subscription.

Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise stated.

The Company would like to provide the following additional information in relation to the TWE Subscription.

The audited net losses of TWE for the two financial years ended 31 December 2007 and 2008 were approximately C\$193,357 and C\$403,000, respectively.

The TWE Subscription Price, the exercise price of C\$0.1 per A Warrant, the exercise price of C\$0.15 per B Warrant and the subscription price of C\$0.05 per Unit have been arrived at after arm's length negotiation between Aces Diamond and TWE with reference to (i) the Group's internal assessment on TWE taking into account the value of TWE and the PSC held by TWE with reference to similar acquisition of companies with CBM projects in China; (ii) the future business prospects of TWE; (iii) the strategic value of TWE on the future development of the Group; and (iv) the potential business opportunities that can be provided to the Group.

The TWE Subscription Price, the exercise prices per A Warrant and B Warrant, and the subscription price per Unit represent a significant discount over the fair value of the PSC per share attributable to TWE's shareholders, whose fair value was re-valued at C\$130,377,000 as at 31 December 2008, and accordingly, the Directors consider the terms of the TWE Subscription Agreement are fair and reasonable and in the best interest of the Company and its shareholders as a whole.

Pursuant to the TWE Subscription Agreement, on TWE Completion Date, Aces Diamond shall pay the TWE Subscription Price to TWE by way of a certified cheque or in such other manner as may be agreed between the parties.

By Order of the Board Enviro Energy International Holdings Limited Chan Wing Him Kenny Chairman and Chief Executive Officer

Hong Kong, 7 August 2009

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

**Executive Directors** Mr. Chan Wing Him Kenny

Dr. Arthur Ross Gorrell

**Independent non-executive Directors** Mr. David Tsoi Mr. Lo Chi Kit Mr. Tam Hang Chuen

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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the website of GEM at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days and the website of the Company at www.enviro-energy.com.hk.