

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.



偉仕佳杰
VSTECS

VSTECS HOLDINGS LIMITED
偉仕佳杰控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 856)

DISCLOSEABLE TRANSACTION SUPPLEMENTAL JOINT VENTURE AGREEMENT

Reference is made to the announcements of the Company dated 25 May 2017 and 7 May 2018 in relation to the JV Agreement.

On 31 December 2018, VST Investments entered into the 2nd Supplemental JV Agreement with Tsinghua Asset Management and Tsingstone Capital pursuant to which the parties agreed to amend the due date for capital contribution by Tsinghua Asset Management and Tsingstone Capital under the JV Agreement.

Save as amended by the 2nd Supplemental JV Agreement, all other terms and conditions of the JV Agreement remain unchanged.

Reference is made to the announcements (the “**Announcements**”) of VSTECS Holdings Limited (the “**Company**”) dated 25 May 2017 in relation to the joint venture agreement dated 25 May 2017 and the subsequent supplemental JV agreement dated 7 May 2018 entered into by VST Investments, Tsinghua Asset Management and Tsingstone Capital regarding the formation and management of the JV Company. Unless otherwise stated, definitions used in the Announcements shall have the same meanings when used in this announcement.

The 2nd Supplemental JV Agreement

The Board announced that, on 31 December 2018, VST Investments entered into a 2nd supplemental joint venture agreement (the “**2nd Supplemental JV Agreement**”) with Tsinghua Asset Management and Tsingstone Capital pursuant to which the parties agreed to amend the due date for capital contribution by Tsinghua Asset Management and Tsingstone Capital under the JV Agreement from 31 December 2018 to 17 July 2037. All the JV parties agreed that depending on the upcoming business opportunities, Tsinghua Asset Management and Tsingstone Capital will make capital contribution whenever necessary within the capital contribution period.

Save for the amendments as disclosed above, all other terms and conditions of the JV Agreement remain unchanged.

The Board considered that the terms of the 2nd Supplemental JV Agreement were arrived after arm's length negotiations between the parties thereto, and is the view that they are on commercial terms and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

By Order of the Board
VSTECS Holdings Limited
Yue Cheuk Ying
Company Secretary

Hong Kong, 31 December 2018

As at the date hereof, the Board comprises Mr. Li Jialin, Mr. Zhou Yibing, Ms. Chow Ying Chi, Mr. Ong Wei Hiam, William, Mr. Li Yue and Mr. Liu Ningdong as executive directors; Mr. Liang Xin as non-executive director; and Mr. Li Wei, Mr. Lam Hin Chi, Mr. Hung Wai Man and Mr. Wang Xiaolong as independent non-executive directors.