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**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**

**LAPSE OF THE FRAMEWORK 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 announcements made by Vantage and Able Holdings dated 9 July 2019 and 2 January 2020 (the “**Joint Announcement(s)**”) in respect of the Possible Acquisition. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcements.

As disclosed in the Joint Announcement dated 9 July 2019, the Purchaser and the Vendor had entered into the Framework Agreement in relation to the Possible Acquisition on 9 July 2019. As further announced in the Joint Announcement dated 2 January 2020, a supplementary agreement was entered between the Purchaser and the Vendor on 2 January 2020 to extend the Agreement Valid Period to 2 July 2020 (or such other period as duly agreed by both parties in writing) (the “**Extended Agreement Valid Period**”) in order to provide additional time for the fulfillment of the Conditions Precedent as stated in the Framework Agreement.

Given that the Conditions Precedent have not been fulfilled or waived by the Purchaser within the Extended Agreement Valid Period and no further agreement has been entered into between the Purchaser and the Vendor, the Framework Agreement had lapsed after the end of the Extended Agreement Valid Period on 2 July 2020 pursuant to the terms of the Framework Agreement. Therefore, the Possible Acquisition constituted under the Framework Agreement will not be proceeded.

Upon lapse of the Framework Agreement, the Framework Agreement shall cease to have any further effect and the obligations thereunder shall be discharged. The Vantage Board and the Able Holdings Board believe that the lapse of the Framework Agreement will have no impact on the financial position and current businesses of the Vantage Group and the Able Group.

## **DEFINITIONS**

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

<b>“Able Holdings”</b>	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
<b>“Able Holdings Board”</b>	the board of directors of Able Holdings
<b>“Listing Rules”</b>	the Rules Governing the Listing of Securities on The Stock Exchange
<b>“SFO”</b>	The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
<b>“Stock Exchange”</b>	The Stock Exchange of Hong Kong Limited
<b>“Vantage”</b>	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
<b>“Vantage Board”</b>	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, 3 July 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. CHEUNG Ho Yuen

Mr. LAU Chi Fai, Daniel

Mr. IP Yik Nam

Mr. YAU Kwok Fai

*Independent Non-executive Directors*

Dr. LI Yok Sheung

Ms. MAK Suk Hing

Ms. LEUNG Yuen Shan, Maisy