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Enviro Energy International Holdings Limited

環能國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1102)

**DISCLOSEABLE TRANSACTION
IN RELATION TO THE DISPOSAL
OF THE CLASS A SHARES OF THE FUND**

THE DISPOSAL

The Board is pleased to announce that on 29 December 2017, the Seller, an indirect wholly-owned subsidiary of the Company, has sold and the Purchaser has acquired the Class A Shares from the Seller at the Consideration of HK\$108,000,000 in cash.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the Disposal are more than 5% but less than 25%, the Disposal constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 29 December 2017, the Seller, an indirect wholly-owned subsidiary of the Company, has sold and the Purchaser has acquired the Class A Shares from the Seller at the Consideration of HK\$108,000,000 in cash.

DISPOSAL

Set out below are the principal terms of the Disposal:

Date : 29 December 2017

Parties : (a) China Huajun Group Limited (中國華君集團有限公司), as the Purchaser; and

As advised by the Purchaser, the Purchaser is a company established in the British Virgin Islands with limited liability engaged in, among others, investment holding.

(b) Enviro Energy Information Technology Limited (環能資訊科技有限公司), as the Seller.

As at the date of this announcement, the Seller is an indirect wholly-owned subsidiary of the Company. As at the date of this announcement, as advised by the Purchaser, (i) the Purchaser is ultimately held by Mr. Meng Guangbao as to 97% and by Madam Bao Le as to 3%; and (ii) Mr. Meng Guangbao and Madam Bao Le, together through Huajun Capital Limited, indirectly holds 335,446,000 Shares, representing approximately 3.71% of the issued share capital of the Company as at the date of this announcement. As further advised by the Purchaser, Huajun Capital Limited is a subsidiary of Huajun Holdings.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, save as disclosed above, the Purchaser and its ultimate beneficial owners are Independent Third Parties.

Assets to be disposed of

The Fund is a sub-fund of GHGI, which is not a separate legal entity. All actions and discretions are exercised by GHGI for the account of and on behalf of the Fund. The assets of one sub-fund will not be available to satisfy the liabilities of another sub-fund under the laws of Cayman Islands. To the best knowledge of the Company, GHGI is structured as an open-ended umbrella fund with segregated liability between sub-funds as a matter of Cayman Islands laws. GHGI may issue shares representing interests in different sub-funds. More than one class of shares may be issued in relation to a sub-fund. All shares of each class in a sub-fund of GHGI will rank *pari passu*.

Consideration

The Consideration of the Disposal is HK\$108,000,000, which will be settled by the Purchaser.

The Consideration was arrived at after arm's length negotiations between the Purchaser and the Seller after taking into accounts of (i) the original subscription price of the Class A Shares in an aggregate amount of HK\$100,000,000; and (ii) the net asset value of the Class A Shares in the sum of US\$7,146,569.35.

Based on the above, the Directors are of the view that the Consideration is fair and reasonable and on normal commercial terms and the Disposal is in the interests of the Company and the Shareholders as a whole.

REASONS FOR AND BENEFITS OF THE DISPOSAL

The Group is principally engaged in investment holding, property investment, natural resources and energy and information technology related businesses.

The Seller is incorporated in Hong Kong with limited liability and is an indirect wholly-owned subsidiary of the Company and is principally engaged in trading of information technology-related products in the PRC.

The Group intended to hold the Class A Shares for investment purpose and would realize the investment on terms that the Board considers appropriate. The Board would redeem the Class A Shares, in part or in full, according to its funding need should other more suitable investment opportunities arise.

The Group is of the view that the Disposal represents a strategic opportunity to realise its investment from the Class A Shares. The Group intends to apply the proceeds from the Disposal (i) on funding other potential investments in the future as and when opportunities arise; and (ii) for general working capital purposes.

Subject to audit by the reporting accountants of the Company, the Disposal is expected to accrue to the Company a gain of approximately HK\$8,000,000, which is estimated on the basis of the difference between the Consideration and the book value of the Class A Shares as at 30 June 2017.

Therefore, the Directors believe that the Disposal will provide an opportunity to potentially increase the returns for the Shareholders.

In view of the above, the Directors consider that the Disposal is on normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the Disposal calculated are more than 5% but less than 25%, the Disposal constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the meanings given to them as below:

“Board”	the board of Directors
“Class A Share(s)”	1,282.87 Class A Shares of the Fund, which was subscribed at the initial issue price of US\$10,000 per Class A Share
“Company”	Enviro Energy International Holdings Limited (Stock Code: 1102), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Consideration”	the total consideration for the Class A Share(s), being HK\$108,000,000
“Disposal”	the disposal of the Class A Share(s)
“Fund”	China Huacai Finance Equity Investment Fund SP, a sub-fund, which is a segregated portfolio, of GHGI
“GHGI”	Global High Growth Industries Fund Series SPC (全球高增長行業系列基金獨立投資組合公司), a Cayman Islands exempted company registered as a segregated portfolio company and incorporated with limited liability on 13 February 2014

“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Huajun Holdings”	Huajun Holdings Limited (stock code: 377), a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“Independent Third Party(ies)”	the independent third party(ies) who is/are, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, independent of and not connected with the Company and its connected person(s)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China and for the sole purpose of this announcement shall exclude Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“Purchaser”	China Huajun Group Limited (中國華君集團有限公司), a company incorporated in the British Virgin Islands with limited liability
“Seller”	Enviro Energy Information Technology Limited (環能資訊科技有限公司), a company incorporated in Hong Kong with limited liability, which is an indirect wholly-owned subsidiary of the Company
“Shareholders”	the holders of Shares

“Shares”	ordinary share(s) of HK\$0.0025 each in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiaries”	has the meaning ascribed thereto under the Listing Rules
“%”	per cent
“HK\$”	Hong Kong Dollar, the lawful currency of Hong Kong
“US\$”	United States dollar(s), the lawful currency of the United States of America

By Order of the Board
Enviro Energy International Holdings Limited
Li Sen
Chairman and Executive Director

Hong Kong, 29 December 2017

As at the date of this announcement, the Board comprises four Executive Directors, namely Mr. Li Sen (Chairman), Mr. Zhang Yuanqing (Chief Executive Officer), Mr. Zhou Xuesheng and Mr. Wei Junqing and three Independent Non-executive Directors, namely Mr. Wen Guangwei, Mr. Chiang Bun and Ms. Leung Pik Har, Christine.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.