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## **HONBRIDGE HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8137)**

### **SUPPLEMENTAL AGREEMENT TO MAJOR AND CONNECTED TRANSACTION CAPITAL CONTRIBUTION TO SHANDONG FOREVER NEW ENERGY AND DEEMED DISPOSAL**

Reference is made to the announcement of Honbridge Holdings Limited (the “Company”) dated 9 May 2016 (the “Announcement”) in relation to the Capital Contribution to Shandong Forever New Energy. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

#### **BACKGROUND**

In respect of the Capital Contribution, Shandong provincial people’s government issued a new certificate of approval on 13 May 2016 with the registered capital of Shandong Forever New Energy changed from US\$10 million to US\$20.41 million. On 18 May 2016, Jining City Bureau of Commerce and Industry also issued a new business license to Shandong Forever New Energy.

According to the Capital Contribution Agreement, obtaining the new business license and the new certificate of approval in relation to the capital increase of Shandong Forever New Energy is one of the conditions precedent of the Capital Contribution Agreement. As advised by the Company’s PRC legal counsel, the fulfilment of capital increase prior to the fulfilment of obtaining the independent Shareholders’ approval, would not affect the legality or validity of the Capital Contribution Agreement. The Company’s PRC legal counsel confirms that the Capital Contribution Agreement remain enforceable and legally binding to parties of the agreement.

It is set out in the Capital Contribution Agreement that Geely Auto is required to pay 10% of its capital contribution within 30 days after the registration of increase in share capital of Shandong Forever new Energy is completed, which should be 12 June 2016.

In view of the above, the Company announces that on 14 June 2016, Triumphant Glory, Geely Auto and Jiaying Jiale entered into a supplemental agreement to the Capital Contribution Agreement (the “Supplemental Agreement”) to extend the deadline of paying 10% of Geely Auto’s capital contribution.

## **SUPPLEMENTAL AGREEMENT**

Pursuant to the Supplemental Agreement, Triumphant Glory, Geely Auto and Jiaying Jiale agreed to amend certain terms of the Capital Contribution Agreement as follows:

- (1) Geely Auto is required to pay the 10% of its capital contribution amount within 30 days after all the conditions precedent set out in the Capital Contribution Agreement have been fulfilled;
- (2) All parties to the agreement agree to use their best endeavor to reinstate the business nature, shareholding structure and registered capital of Shandong Forever New Energy to its original amount of US\$10 million as before the Capital Contribution Agreement as soon as practicable if the Capital Contribution Agreement and the transactions contemplated thereunder cannot be approved by the independent Shareholders at the EGM; and
- (3) Before all the conditions precedent set out in the Capital Contribution Agreement have been fulfilled, Geely Auto and Jiaying Jiale do not entitle to any right of Shandong Forever New Energy.

In addition, it is further agreed in the Supplemental Agreement that if needed, Geely Auto and Jiaying Jiale shall pay their respective outstanding Capital Contribution Amount in full or by installments in accordance to the payment schedule as approved by the board of directors of Shandong Forever New Energy to satisfy the financial need of Shandong Forever New Energy, but the full payment of the Capital Contribution Amount shall be no later than 31 October 2022.

Save as specifically amended by the Supplemental Agreement, all other terms and conditions of the Capital Contribution Agreement remain in full force and effect.

On behalf of the Board  
**Honbridge Holdings Limited**  
**Liu Wei, William**  
*Director and Chief Executive Officer*

Hong Kong, 14 June 2016

*As at the date of this announcement, the Board comprises Mr. He Xuechu (Chairman), Mr. Liu Wei, William and Mr. Shi Lixin as executive directors; Mr. Ang Siu Lun, Lawrence and Mr. Yan Weimin as non-executive directors and Mr. Chan Chun Wai, Tony, Mr. Ma Gang and Mr. Ha Chun as independent non-executive directors.*

*This announcement, for which the Directors of the Company 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 or deceptive; (2) there are no other matters the omission of which would make any statement herein or 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.*

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