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EYANG HOLDINGS (GROUP) CO., LIMITED

宇陽控股（集團）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 117)

CLARIFICATION ANNOUNCEMENT

Reference is made to (i) the notice of annual general meeting (the “**AGM Notice**”) of EYANG Holdings (Group) Limited (the “**Company**”) dated 13 May 2016; and (ii) the circular (the “**Circular**”) of the Company dated 13 May 2016 relating to, among others, the proposals for general mandates to issue new shares and to repurchase shares of the Company. Unless the context herein otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the AGM Notice and Circular.

The board of directors the Company announces that inadvertent mistakes were found in the AGM Notice and Circular and the Company would like to clarify as below:

1. In the definition of “Issue Mandate” on page 1 of the Circular, it should be amended and read as follow:

“the general mandate proposed to be granted to the Directors at the AGM to exercise the powers of the Company to allot, issue and otherwise deal with authorised and unissued Shares up to a maximum of 20% of the total number of issued shares of the Company at the date of passing of the relevant resolution approving the mandate”

2. In the definition of “Repurchase Mandate” on page 2 of the Circular, it should be amended and read as follow:

“the general mandate proposed to be granted to the Directors at the AGM to repurchase up to a maximum of 10% of the number of the total number of issued shares of the Company at the date of passing of the relevant resolution approving the mandate”

3. Under the sub-section headed “GENERAL MANDATE TO ISSUE AND REPURCHASE SHARES” on page 4 of the Circular, the first paragraph should be amended and read, among others, as follow:

“At the annual general meeting of the Company held on 3 June 2015, approval was given by the Shareholders for the granting of, inter alia, the general mandates to the Directors (i) to allot, issue and otherwise deal with the Shares not exceeding 20% of the number of the issued share capital of the Company; and (ii) to repurchase the Shares not exceeding 10% of the total number of issued share of the Company...”

4. Paragraph (c) of resolution no. 4 on page 15 of the Circular and on page 2 of the AGM Notice should be amended and read as follow:

“the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise), issued or dealt with by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) the exercise of any options granted under the share option scheme of the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company in force from time to time; or (iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares, shall not exceed 20 per cent. of the total number of issued shares of the Company on the date of passing of this resolution and the authority shall be limited accordingly; and”

5. Paragraph (b) of resolution no. 5 on page 16 of the Circular and on page 4 of the AGM Notice should be amended and read as follow:

“the aggregate number of Shares which may be repurchased by the Company pursuant to the approval in paragraph (a) during the Relevant Period (as hereinafter defined) shall not exceed 10 per cent. of the total number of issued shares of the Company on the date of passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and”

6. Resolution no. 6 on page 17 of the Circular and on page 4 of the AGM Notice should be amended and read as follow:

“**THAT** subject to the passing of ordinary resolutions no. 4 and 5 above, the general mandate granted to the directors of the Company to exercise the powers of the Company to allot, issue or otherwise deal with shares of the Company (the “Shares”) pursuant to resolution no. 4 above be and is hereby extended by the addition thereto of an amount representing the aggregate number of shares of the Company repurchased by the Company under the authority granted pursuant to resolution no. 5 above, provided that such amount shall not exceed 10 per cent of the total number of issued Shares on the date of passing of this resolution.”

Save as clarified above, all other information contained in the AGM Notice and Circular is correct and remains unchanged. This clarification announcement is supplemental to and should be read in conjunction with the AGM Notice and Circular, and in that connection the existing AGM Notice and Circular in the form as they are now will continue to be valid.

By Order of the Board
EYANG Holdings (Group) Co., Limited
Sue Ka Lok
Executive Director

Hong Kong, 16 May 2016

As at the date of this announcement, the Board comprises Mr. Huang Mingxiang, Mr. Zhou Chunhua, Mr. Zhu Xiaodong, Mr. Kwok Oi Lung Roy, Mr. Sue Ka Lok and Mr. Jing Wenping as Executive Directors and Mr. Chu Kin Wang, Peleus, Mr. Liang Rong and Mr. Xu Xuechuan as Independent Non-executive Directors.