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Vision Fame International Holding Limited

允升國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1315)

CLARIFICATION ANNOUNCEMENT

References are made to the prospectus of Vision Fame International Holding Limited (the “**Company**”) dated 7 July 2021 (the “**Prospectus**”) and the announcement of the Company dated 3 August 2021 (the “**Announcement**”) relating to the Rights Issue on the basis of one Rights Share for every four existing Shares held on the Record Date. Unless otherwise stated, terms used herein shall have the same meanings as those defined in the Prospectus.

It was stated on page 3 of the Announcement that based on the information available to the Company, as at the date of the Announcement, Million Creation Holdings Limited (“**Million Creation**”) was interested in 887,500,000 Shares, representing approximately 11.83% of the issued Shares, immediately after completion of the Rights Issue.

After completion of the Rights Issue, the Company received the individual substantial shareholder notice and corporate substantial shareholder notices (the “**Notices**”) filed by each of Mr. Zhu Kai, Double Energy Limited (“**Double Energy**”) and Million Creation, indicating that Double Energy, a company wholly-owned by Mr. Zhu Kai, directly owned 4,030,000 Shares immediately before completion of the Rights Issue, and through Million Creation was interested in a total of 893,856,000 Shares immediately after completion of the Rights Issue.

Based on the Notices, the Company would like to clarify that Double Energy and Mr. Zhu Kai directly and indirectly was interested in 714,030,000 Shares, representing approximately 11.90% of the Company’s issued Shares, immediately prior to completion of the Rights Issue, and 893,856,000 Shares, representing approximately 11.92% of the Company’s issued Shares, immediately after completion of the Rights Issue.

Accordingly, the shareholding structure of the Company on page 3 of the Announcement should be amended as follows:

EFFECT OF THE RIGHTS ISSUE ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company immediately before and after completion of the Rights Issue are as follows:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>Number of issued Shares</i>	<i>%</i>	<i>Number of issued Shares</i>	<i>%</i>
Substantial Shareholder				
Mega Start (<i>Note 1</i>)	600,000,000	10.00	750,000,000	10.00
Million Creation and Double Energy (<i>Note 2</i>)	714,030,000	11.90	893,856,000	11.92
Director				
Mr. WONG Wai Kwan (<i>Note 3</i>)	5,000,000	0.08	6,250,000	0.08
Public Shareholders (including independent placees)				
	<u>4,680,970,000</u>	<u>78.02</u>	<u>5,849,893,994</u>	<u>78.00</u>
Total	<u><u>6,000,000,000</u></u>	<u><u>100.00%</u></u>	<u><u>7,499,999,994</u></u>	<u><u>100.00</u></u>

Notes:

- (1) Mr. Chau is the ultimate beneficial owner of Mega Start. By virtue of the SFO, Mr. Chau is deemed to be interested in the Shares held by Mega Start.
- (2) Based on the information available to the Company, Million Creation is wholly-owned by Double Energy and therefore Double Energy is deemed to be interested in all the Shares held by Million Creation by virtue of the SFO, and Double Energy is wholly-owned by Mr. Zhu Kai and therefore Mr. Zhu Kai is deemed to be interested in all the Shares held by Double Energy by virtue of the SFO. Double Energy directly owned 4,030,000 Shares immediately before completion of the Rights Issue and 6,356,000 Shares immediately after completion of the Rights Issue. Million Creation directly owned 710,000,000 Shares immediately before completion of the Rights Issue and 887,500,000 Shares immediately after completion of the Rights Issue.

- (3) Mr. Wong Wai Kwan is an independent non-executive Director.
- (4) Certain percentage figures included in the above table have been subject to rounding adjustments.

By order of the Board
Vision Fame International Holding Limited
Chau Chit
Chairman and Chief Executive Officer

Hong Kong, 16 August 2021

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Chau Chit, Mr. Fung Ka Lun and Mr. Zhu Xiaodong; and three independent non-executive Directors, namely Mr. Tam Tak Kei Raymond, Dr. Wong Lee Ping and Mr. Wong Wai Kwan.