

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Echo International Holdings Group Limited

毅高（國際）控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8218)

CLARIFICATION ANNOUNCEMENT ON AGM NOTICE AND AGM CIRCULAR

Reference is made to (i) the notice of annual general meeting (the “**AGM Notice**”) of Echo International Holdings Group Limited (the “**Company**”) dated 27 June 2016; and (ii) the circular (the “**AGM Circular**”) of the Company dated 27 June 2016, relating to, among others, the proposals for general mandates to issue new shares and to repurchase shares. Unless the context herein otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the AGM Notice and the AGM Circular.

The Company would like to clarify that references made to the nominal amount of share capital or the nominal amount of shares of the Company in the AGM Notice and AGM Circular shall refer to the number of shares or number of issued shares.

As a result, resolution 5(c) in the AGM Notice shall be amended and read as follows:

“the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) by the Directors pursuant to the approval in paragraph (a) of this resolution, otherwise than pursuant to (i) a Rights Issue (as defined below); or (ii) the exercise of any options granted under any share option scheme of the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of shares of the Company (“**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, shall not exceed 20 per cent. of the aggregate number of shares of the Company in issue on the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and”

Resolution 6(b) in the AGM Notice shall be amended and read as follows:

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

Resolution 7 in the AGM Notice shall be amended and read as follows:

“THAT subject to the ordinary resolutions no. 5 and 6 above being duly passed, the unconditional general mandate granted to the Directors to exercise the powers of the Company to allot, issue and deal with additional shares in the capital of the Company pursuant to resolution no. 5 above be and is hereby extended by the addition thereon of an amount representing the aggregate number of shares of the Company repurchased by the Company subsequent to the passing of this resolution, provided that such amount shall not exceed 10 per cent of the aggregate number of the issued shares of the Company on the date of the passing of resolution no. 6.”

The paragraph under the section headed “Issue Mandate” in the Letter from the Board in page 4 of the AGM Circular shall be amended and read as follows:

“At the AGM, an ordinary resolution will be proposed to grant to the Directors a general and unconditional mandate to allot and issue further new Shares representing up to 20% of the aggregate number of shares of the Company in issue at the date of passing the resolution.”

The paragraph under the section headed “Extension of the Issue Mandate” in the letter from the board in page 4 of the AGM Circular shall be amended and read as follows:

“An ordinary resolution will also be proposed at the AGM to authorize the Directors to extend the Issue Mandate by an amount representing the aggregate number of the Shares repurchased pursuant to the Repurchase Mandate.”

Save as disclosed above, all other information in the AGM Notice and the AGM Circular remains unchanged. This clarification announcement is supplemental to and should be read in conjunction with the AGM Notice and the AGM Circular, and in that connection the existing English and Chinese versions of the AGM Notice and the AGM Circular will continue to be valid.

By order of the Board
Echo International Holdings Group Limited
Cheng Yeuk Hung
Executive Director

Hong Kong, 29 June 2016

As at the date of this announcement, the executive Directors are Mr. Lo Yan Yee, Ms. Cheng Yeuk Hung, and Mr. Lo Ding To, the non-executive Directors are Ms. Zhou Jia Lin, Mr. Chan Chun Kit and Mr. Leung Kwok Kuen, Jacob, and the independent non-executive Directors are Mr. Lam Wai Yuen, Mr. Ang Chuk Pai and Mr. Cheung Chin Wa, Angus.

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 of the Company, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will be published on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.echogroup.com.hk.