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China Environmental Energy Investment Limited

中國環保能源投資有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 986)

**SUPPLEMENTAL AGREEMENT
FOR THE DISCLOSEABLE TRANSACTION
IN RELATION TO THE ACQUISITION OF
THE ENTIRE ISSUED SHARE CAPITAL OF
STI SECURITIES & WEALTH MANAGEMENT LIMITED**

Reference is made to the announcement (the “**Announcement**”) of China Environmental Energy Investment Limited (the “**Company**”) dated 16 November 2015 in relation to, among other things, the acquisition of the entire share capital of STI Securities & Wealth Management Limited. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise defined herein.

On 29 April 2016 (after trading hours), the Purchaser, the Vendor and the Guarantor entered into a supplemental agreement (the “**Supplemental Agreement**”) to amend certain terms of the Agreement relating to the following aspects:

1. The Long Stop Date has been changed to 30 September 2016 or any other later day as agreed by the Vendor and the Purchaser;
2. Each of the Vendor and the Purchaser agrees to give, upon signing of the Supplemental Agreement, instructions to the Escrow Agent instructing the release or payment of part of the First Deposit for the amount of HK\$1,300,000 as non-refundable deposit, to the Vendor; and

3. The Consideration will be settled in cash by the Group in the following manners:
- (i) HK\$3,900,000, being first deposit (“**First Deposit**”) which is non-refundable deposit and shall be paid by the Purchaser to the Vendor in the following manner:
 - (i) HK\$1,300,000, being money shall be transferred from the Escrow Account to the bank account designated by the Vendor within five business days after 29 April 2016 under the instruction to be given by the Purchaser to the Escrow Agent; and
 - (ii) HK\$2,600,000 being by way of a cheque drawn on a licensed bank in Hong Kong and payable to the Vendor on or before 29 April 2016;
 - (ii) HK\$2,600,000 being refundable second deposit, shall be paid to the Escrow Agent and kept in Escrow Account within three business days after signing of the Agreement (“**Second Deposit**”); and
 - (iii) HK\$10,414,035, being the balance of the Consideration (prior to adjustment), shall be payable in cash or by cheque or other means as agreed by the Purchaser and the Vendor upon Completion.

Save for the amendments contained in the Supplemental Agreement as stated above, all other major terms and conditions of the Agreement shall remain in full force and effect.

By order of the Board
China Environmental Energy Investment Limited
Chen Tong
Chairman

Hong Kong, 29 April 2016

As at the date of this announcement, the Board comprises two executive directors, namely Ms. Chen Tong (Chairman) and Mr. Xiang Liang; and three independent non-executive directors, namely Ms. Zhang Ruisi, Mr. Tse Kwong Chan and Ms. Zhou Jue.

In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.

* For identification purposes only