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## **VALUE PARTNERS GROUP LIMITED**

**惠理集團有限公司**

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

**(Stock Code: 806)**

### **POSITIVE PROFIT ALERT**

This announcement is made by Value Partners Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571) (the “**SFO**”) and Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that, based on preliminary review of the latest available financial information of the Company, consolidated profit attributable to owners of the Company is expected to increase significantly to about HK\$200 million (an unaudited estimate) for the six months ended 30 June 2017 (“**Interim Period**”) as compared to HK\$5.0 million for the six months ended 30 June 2016. The substantial increase is mainly attributable to the net fair value gains and realized gains of the Group’s investments in its own funds and other investments.

Operating profit before share option expenses and other gains or losses, which reflects the Group’s core business, is expected to remain relatively stable as compared to HK\$154.6 million for the six months ended 30 June 2016.

This announcement is only based on a preliminary review of the unaudited consolidated financial statements of the Group for the Interim Period, which have not yet been finalized and are subject to the review of the Company and its auditor.

The Board refers also to the announcements of the Company dated 22 May 2017 and 22 June 2017 in relation to the discussions between Dato' Seri Cheah Cheng Hye and Mr. Yeh V-Nee and a potential offeror in respect of a possible transaction involving an acquisition of interests in the Company by the potential offeror. Pursuant to Rule 10 of the Code on Takeovers and Mergers of Hong Kong (the "**Takeovers Code**"), this announcement constitutes a profit forecast and must be reported on by the Company's financial advisers and auditors. In view of the requirements of timely disclosures of the inside information under Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules), the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the requirements set out in Rule 10.4 of the Takeovers Code.

The Company draws the attention of the Shareholders and potential investors that this announcement does not meet the standard required by Rule 10 of the Takeovers Code and has not been reported on in accordance with the Takeovers Code.

According to Rule 10.4 of the Takeovers Code, the profit forecast must be repeated in full, together with the reports from the Company's financial advisers and accountants or auditors on the said profit forecast, in the next Shareholder's document ("**Shareholders' Document**") if the Company has not yet publish its interim results announcement for the Interim Period at the time when such Shareholder's Document is issued. However, if the Company's interim results announcement for the Interim Periods has been published by the time of release of the Shareholder's Document, the requirement to include the Rule 10 reports in the next Shareholder's Document will no longer apply.

**Shareholders and potential investors of the Company should note that this announcement has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code. Shareholders and potential investors of the Company should therefore exercise caution in placing reliance on this announcement in assessing the merits and demerits of the Offers.**

**Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.**

By order of the board of  
**Value Partners Group Limited**  
**CHEUNG Kwong Chi, Aaron**  
*Company Secretary*

Hong Kong, 4 July 2017

*As of the date of this Announcement, our Directors are Dato' Seri Cheah Cheng Hye, Mr. So Chun Ki Louis, Dr. Au King Lun and Ms. Hung Yeuk Yan Renee as Executive Directors and Dr. Chen Shih Ta Michael, Mr. Lee Siang Chin and Mr. Nobuo Oyama as Independent Non-executive Directors.*