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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)

CLARIFICATION ON POSITIVE PROFIT ALERT

Reference is made to the announcement of Value Partners Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 4 July 2017 in relation to the expected profit alert (the “**Profit Alert**”) for the six months ended 30 June 2017 (the “**Profit Alert Announcement**”).

Reference is also made to the announcements (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. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Announcements.

According to Rule 10.4 of the Takeovers Code, the profit forecast in the Profit Alert Announcement 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 if the Company has not yet published its interim results announcement for the Interim Period at the time when such Shareholder’s Document is issued. The Company would like to clarify that pursuant to Rule 12.1 of the Takeovers Code, the Profit Alert Announcement should have been filed to the Executive Director of the Corporate Finance Division of the Securities and Futures Commission for comment before its publication. The Company will exercise its best endeavours to ensure future compliance with the Takeovers Code.

Save for the clarification stated in this announcement, all information in the Profit Alert Announcement remains unchanged.

Shareholders and potential investors of the Company should note that the Profit Alert 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
Value Partners Group Limited
CHEUNG Kwong Chi, Aaron
Company Secretary

Hong Kong, 5 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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and the Profit Alert Announcement and confirm, having made all reasonable enquiries, that to their best knowledge, opinions expressed in this announcement and the Profit Alert Announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement or the Profit Alert Announcement the omission of which would make any statement in this announcement or the Profit Alert Announcement misleading.