

*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.*



**EAGLE RIDE INVESTMENT HOLDINGS LIMITED**  
**鷹力投資控股有限公司**

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

**(Stock Code: 901)**

**CLARIFICATION ANNOUNCEMENT**  
**CONTINUING CONNECTED TRANSACTION**  
**SUPPLEMENTAL AGREEMENT TO THE NEW INVESTMENT**  
**MANAGEMENT AGREEMENT**

Reference is made to the announcement of Eagle Ride Investment Holdings Limited (the “**Company**”) dated 5 July 2017 (the “**Announcement**”) in relation to the Company’s entering into the Supplemental Agreement with Blue Star to revise the remuneration payable to Blue Star and the Annual Caps thereunder the New Investment Management Agreement. Unless otherwise stated, terms used herein shall have the same meanings as defined in the Announcement.

In respect of the Announcement, the Company wishes to clarify that Blue Star, as the investment manager of the Company, is a connected person of the Company pursuant to Rule 14A.08 of the Listing Rules, as such, the transaction contemplated by the Supplemental Agreement constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules. As the applicable percentage ratios, on an annual basis, are more than 25% but the proposed aggregate annual caps are less than HK\$10 million, the transaction contemplated under the Supplemental Agreement is subject to reporting, announcement, circular, shareholders’ approval and annual review requirement under Chapter 14A of the Listing Rules.

As at the date of this announcement and to the best of the Directors' knowledge, information and belief, the Board is not aware that any Shareholder has a material interest in the Supplemental Agreement other than being a Shareholder. As such, no Shareholder would be required to abstain from voting under the Listing Rules if the Company were to convene a general meeting for the approval of the transaction.

As at the date of this announcement, Eagle Ride Investments Limited owns an aggregate of approximately 59.74% of the issued share capital of the Company and Eagle Ride Investments Limited will issue a written shareholder's approval certificate to approve the Supplemental Agreement and the transactions contemplated thereunder (including the Annual Caps). The Company will apply for a waiver from the strict compliance with the general meeting requirement pursuant to Rule 14A.37 of the Listing Rules.

An independent board committee of the Company comprising the independent non-executive Directors (the "**Independent Board Committee**") will be formed to advise the Shareholders as to whether the Supplemental Agreement and the transactions contemplated thereunder (including the Annual Caps) are on normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole, after taking into account the recommendations of the independent financial adviser. In this connection, an independent financial adviser will be appointed to advise the Independent Board Committee and the Shareholders in regard of the Supplemental Agreement (the "**Independent Financial Adviser**").

As the Company requires additional time to collate and finalise certain financial information to be required in the circular under the Listing Rules, the Company will apply for a waiver from the strict compliance with Rule 14A.46(2) of the Listing Rules regarding the requirement to despatch the circular within 15 business days after publication of the Announcement. A circular containing, among others, further details of the Supplemental Agreement, the advice of the Independent Financial Adviser to the Independent Board Committee and the Shareholders and the recommendation of the Independent Board Committee, will be despatched to the Shareholders as soon as practicable but no later than 15 August 2017.

By order of the Board of  
**Eagle Ride Investment Holdings Limited**  
鷹力投資控股有限公司  
**Tung Shu Sun**  
*Chairman*

Hong Kong, 14 July 2017

*As at the date of this announcement, the Board comprises six Directors. The executive Director is Mr. Chan Yiu Pun, Clement; the non-executive Directors are Mr. Hu Haisong and Mr. Tung Shu Sun; and the independent non-executive Directors are Mr. Gui Shengyue, Mr. Wang Xianzhang, and Mr. Vichai Phaisalakani.*