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Enviro Energy International Holdings Limited

環能國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Website: <http://www.enviro-energy.com.hk>

(Stock Code: 1102)

**CLARIFICATION ANNOUNCEMENT IN RESPECT OF
CIRCULAR DATED 23 SEPTEMBER 2014
IN RELATION TO**

**(1) PROPOSED OPEN OFFER OF NOT LESS THAN 1,746,773,000 OFFER
SHARES AND NOT MORE THAN 1,872,463,000 OFFER SHARES
ON THE BASIS OF ONE OFFER SHARE FOR EVERY TWO SHARES HELD
ON THE RECORD DATE WITH THE BONUS
ISSUE ON THE BASIS OF THREE WARRANTS FOR EVERY FIVE OFFER
SHARES TAKEN UP UNDER THE OPEN OFFER; AND
(2) APPLICATION FOR WHITEWASH WAIVER**

Reference is made to the circular of Enviro Energy International Holdings Limited (“**Company**”) dated 23 September 2014 in relation to, among other matters, the Open Offer, the Bonus Issue and the Whitewash Waiver (“**Circular**”). Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

The Board would like to clarify the information set out in the Circular as follows:

- (1) the following statements should be included at the end of the summary of the consolidated financial results and financial information of the Group for the three years ended 31 December 2013 and the six months ended 30 June 2014 under the section headed “1. SUMMARY OF FINANCIAL INFORMATION” in Appendix I on page 63 of the Circular: “The loss per share attributable to equity holders of the Company (basic and diluted) for the financial year ended 31 December 2011 was 2.67 HK cents from continuing operations and 0.09 HK cents from discontinuing operations. The auditors of the Company for each of the three years ended 31 December 2013, PricewaterhouseCoopers, did not issue any qualified opinion on the financial statements of the Group for each of the three years ended 31 December 2013.”; and
- (2) the following statement should be included at the end of the paragraph headed “6. ADDITIONAL DISCLOSURE” in Appendix IV on page 175 of the Circular: “Dr. Arthur Ross Gorrell and Mr. Tam Hang Chuen, being the executive Director and independent non-executive Director respectively who have voting rights in the Company, will abstain from voting on the resolutions in relation to the Open Offer, the Bonus Issue and the Whitewash Waiver at the EGM.”.

Save as stated above, all the information in the Circular remains unchanged.

By Order of the Board
Enviro Energy International Holdings Limited
Chan Wing Him Kenny
Chairman and Chief Executive Officer

Hong Kong, 26 September 2014

As at the date of this announcement, the Directors are:

Executive Directors

Mr. Chan Wing Him Kenny

Dr. Arthur Ross Gorrell

Independent non-executive Directors

Mr. David Tsoi

Mr. Lo Chi Kit

Mr. Tam Hang Chuen

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