PPS International (Holdings) Limited
寶聯控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8201)

(1) DISPOSALS OF SHARES BY SUBSTANTIAL SHAREHOLDERS; (2) RESIGNATION OF DIRECTOR; AND (3) CHANGE OF COMPOSITION OF BOARD COMMITTEES

DISPOSALS OF SHARES BY SUBSTANTIAL SHAREHOLDERS

This announcement is made by PPS International (Holdings) Limited (the "**Company**") pursuant to Rule 17.10(2)(a) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**") and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**").

The board (the "**Board**") of directors (the "**Directors**") of the Company was informed by Viva Future Group Limited ("**Viva Future**"), a substantial shareholder (as defined under the GEM Listing Rules) of the Company, a company wholly-owned by Mr. Fan Shek Cheong, Allan ("**Mr. Fan**"), the outgoing chairman and executive director of the Company, that on 2 December 2014 (after trading hours), Viva Future entered into four transfer documents with four individual investors (the "**Viva Investors**"), namely Mr. Zhao Han ("**Mr. Zhao**"), Mr. Li Zhike ("**Mr. Li**"), Mr. Wen Jianqiang and Mr. Su Guocheng, for the disposal of 600,000,000, 400,000,000, 400,000,000 and 300,000,000 shares of the Company (the "**Shares**") at a total consideration of HK$89,400,000, HK$59,600,000, HK$59,600,000 and HK$44,700,000 respectively (such disposals shall be collectively referred to as the "**Viva Disposals**"). Save for Mr. Zhao, a substantial shareholder and Mr. Li, who were interested in 1,300,000,000 and 4,400,000 Shares respectively, representing approximately 13.0% and 0.04% of the issued share capital of the Company prior to the Viva Disposals, to the best knowledge, information and belief of the Directors, the Viva Investors are third parties independent of the Company and its connected persons as defined under the GEM Listing Rules and to each other.

Upon the completion of the Viva Disposals, Viva Future and Mr. Fan, through Viva Future, will cease to be a substantial shareholder of the Company. Mr. Zhao will remain a substantial shareholder of the Company holding 1,900,000,000 Shares, representing 19.0% of the issued share capital of the Company upon the completion of the Viva Disposals. Mr. Fan, through Viva Future, and Mr. Li will be interested in 750,000,000 and 404,400,000 Shares respectively, representing 7.5% and 4.04% of the total issued share capital of the Company upon the completion of the Viva Disposals.

The Board was also informed by Renowned Ventures Limited ("**Renowned Ventures**"), a substantial shareholder of the Company and a company wholly-owned by Ms. Fan Sheung Ting, Maria ("**Ms. Fan**"), the daughter of Mr. Fan, that on 2 December 2014 (after trading hours), Renowned Ventures entered into six transfer documents with six individual investors (the "**RV Investors**"), four of whom were existing shareholders of the Company holding 12,900,000 Shares, 24,900,000 Shares, 18,200,000 Shares and 206,400,000 Shares respectively, representing approximately 0.13%, 0.25%, 0.18% and 2.06% of the issued share capital of the Company prior to the completion of the Renowned Disposals (as defined below) and will be interested in 212,900,000 Shares, 469,900,000 Shares, 398,700,000 Shares and 430,900,000 Shares upon the completion of the Renowned Disposals respectively, representing approximately 2.13%, 4.70%, 3.99% and 4.31% of the total issued share capital of the Company, for the disposal of an aggregation of 1,750,000,000 Shares in the issued share capital of the Company held by it at a total consideration of HK$260,750,000 (such disposals by Renowned Ventures shall be collectively referred to as the "**Renowned Disposals**"). Save for disclosed above and to the best knowledge, information and belief of the Directors, the RV Investors are third parties independent of the Company and its connected persons as defined under the GEM Listing Rules and to each other.

Upon the completion of the Renowned Disposals, Renowned Ventures will cease to be a shareholder of the Company and Ms. Fan will cease to have any interests in the Company within the meaning of Part XV of the SFO.

The Company will continue with its existing business of provision of environmental services after the Viva Disposals and the Renowned Disposals.

RESIGNATION OF DIRECTOR

Following the Viva Disposals, the Board announces that with effect from 2 December 2014, Mr. Fan has resigned as the chairman, an executive Director, a member of the remuneration committee and a member of the nomination committee of the Company due to his personal health reasons.

Mr. Fan has confirmed that he has no disagreements with the Board and there are no other matters relating to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Fan, as the founder of the Company, for his remarkable and valuable contribution to the development of the Company during his tenure of office. The Board is also pleased to announce that with effect from 2 December 2014, Mr. Fan has been appointed as the honorary advisor of Pollution & Protection Services Limited, an indirect wholly-owned subsidiary of the Company, so that Mr. Fan can continue to contribute his precious experience in the environmental services industry to the operation of the Company.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 2 December 2014, Mr. Wang Li, an executive Director of the Company, has been appointed as the chairman of the Board, a member of the remuneration committee and a member of the nomination committee of the Company.

After the abovementioned resignation and appointment, the composition of the audit committee, the nomination committee and the remuneration committee of the Company are as follows:

Audit Committee Members	:	Mr. Chen Kwok Wang *(Chairman)* Mr. Lai Changming Mr. Chan Chi Tong, Kenny
Nomination Committee Members	:	Mr. Lai Changming *(Chairman)* Mr. Wang Li Mr. Chan Chi Tong, Kenny Mr. Chen Kwok Wang
Remuneration Committee Members	:	Mr. Chan Chi Tong, Kenny *(Chairman)* Mr. Wang Li Mr. Lai Changming Mr. Chen Kwok Wang

Hong Kong, 2 December 2014

By order of the Board
PPS International (Holdings) Limited
Wang Li
Chairman and executive Director

As at the date of this announcement, the board of directors of the Company comprises Mr. Wang Li, Mr. Cao Zhiwen and Mr. Zhang Chenglin as executive directors; Mr. Lai Changming, Mr. Chan Chi Tong, Kenny and Mr. Chen Kwok Wang as independent non-executive directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcement" page of the internet website operated by the Stock Exchange for the purpose of the Growth Enterprise Market at www.hkgem.com for at least seven days from the day of its posting and will be published on the website of the Company at www.hkpps.com.hk.