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

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8201)

**MEMORANDUM OF UNDERSTANDING IN RELATION TO
A PROPOSED ACQUISITION**

This announcement is made pursuant to Rule 17.10(2) of the GEM Listing Rules and Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

On 2 March 2016 after trading hours, the Purchaser, a wholly owned subsidiary of the Company, entered into the MOU with the Vendor in relation to the proposed acquisition of the Target. The Target and its subsidiaries are principally engaged in renewable energy technology development in the PRC.

To the best of the Directors' information and belief having made all reasonable enquiries, the Vendor is a third party independent of and not connected with the Company and its connected persons.

The MOU does not create legally binding obligations on the parties in relation to the Proposed Acquisition, which is subject to the negotiation and execution of a formal sale and purchase agreement between the parties.

As the MOU is not legally binding with regard to the Proposed Acquisition, it may or may not proceed. Shareholders and investors are advised to exercise caution when dealing in the Shares.

DEFINITIONS

In this announcement, unless the context otherwise requires, the expressions below have the following meanings:

“Company”	PPS International Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on GEM
“connected persons”	has the meaning ascribed to it under the GEM Listing Rules
“Director(s)”	the director(s) of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“MOU”	the memorandum of understanding dated 2 March 2016 made between the Vendor and the Purchaser
“PRC”	The People’s Republic of China
“Proposed Acquisition”	the proposed acquisition of the Target
“Purchaser”	Sharp Team Global Limited, a company incorporated in the British Virgin Islands with limit liabilities and a wholly owned subsidiary of the Company
“Shareholder(s)”	the holder(s) of the Shares
“Share(s)”	ordinary share(s) of HK\$0.0001 each in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Target” 營口同方能源技術有限公司 Yingkou Tongfang Energy Technology Co., Ltd.* a company incorporated in the PRC

“Vendor” China Eastern Clean Energy Investment Corporation, a company incorporated in the British Virgin Islands with limited liabilities, the vendor under the MOU, being the owner of 100% equity interest in the Target

By Order of the Board of
PPS International (Holdings) Limited
Chan Wai Kit
Chairman and Executive Director

Hong Kong, 2 March 2016

As at the date of this announcement, the Board comprises four executive Directors, Mr. Chan Wai Kit, Ms. Wang Jun, Ms. Wong Chi Yan and Mr. Zhang Xiaozheng, two non-executive Directors, Ms. Li Qingchen and Mr. Xu Xiaoping, and three independent non-executive Directors, Mr. Chow Chun Hin, Leslie, Mr. Chui Chi Yun, Robert and Mr. Huang Ke.

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 page of “Latest Company Announcements” on the GEM website for at least 7 days from the date of its posting and the website of the Company at www.hkpps.com.hk.

* for identification purpose only