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Yadea Group Holdings Ltd.

雅迪集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1585)

SUPPLEMENTAL ANNOUNCEMENT DISCLOSEABLE TRANSACTIONS SUBSCRIPTIONS OF WEALTH MANAGEMENT PRODUCTS

Reference is made to the announcement of Yadea Group Holdings Ltd. (the “**Company**”) dated 6 April 2018 (the “**Announcement**”) in relation to the Subscriptions of Wealth Management Products. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As stated in the Announcement, the Company had subscribed for and redeemed the Wealth Management Products from time to time, through its wholly-owned subsidiaries. The Company would like to provide further information in respect of the Wealth Management Products as follows.

(1) The BOCOM Subscriptions

The Company, through Yadea Sales, Yadea Group and Yadea Import Export, had subscribed for the following wealth management products offered by BOCOM from time to time:

- (i) “Yun Tong Wealth • Ri Zeng Li”* (“**蘊通財富•日增利**”);
- (ii) Type S of “Yun Tong Wealth • Ri Zeng Li”* (“**蘊通財富•日增利**” S款); and
- (iii) “Lin Hui Wealth • Hui De Li”* (“**領匯財富•慧得利**”).

On 3 January 2017, the Company, through Yadea Group, a wholly-owned subsidiary of the Company, subscribed for the BOCOM Products with a principal amount of RMB150.0 million. Pursuant to Rule 14.22 of the Listing Rules, as at least one of the applicable percentage ratios of such subscription, when aggregated with the outstanding balance of the BOCOM Subscriptions at the relevant time, exceeded 5% but was less than 25%, such aggregated subscription constituted a discloseable transaction which was subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

(2) The CMB Subscriptions

The Company, through Yadea Sales, Yadea Group and Yadea Import Export, had subscribed for the CMB Products from time to time. On 25 July 2017, the Company, through Yadea Sales, a wholly-owned subsidiary of the Company, subscribed for the CMB Products with a principal amount of RMB100.0 million. Pursuant to Rule 14.22 of the Listing Rules, as at least one of the applicable percentage ratios of such subscription, when aggregated with the outstanding balance of the CMB Subscriptions at the relevant time, exceeded 5% but was less than 25%, such aggregated subscription constituted a discloseable transaction which was subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

(3) The NBCB Subscriptions

The Company, through its wholly-owned subsidiaries, Yadea Sales, Yadea Group, Zhejiang Yadea and Guangdong Yadea Motorcycle, had subscribed for the following wealth management products offered by NBCB from time to time:

- (i) “Ri Li Ying No. 2 (principal-protected)”* (“日利盈2號(保本)”);
- (ii) “Smart Flexible Wealth Management No. 2”* (“智能活期理財2號”);
- (iii) “Smart Fixed Wealth Management No. 16 (pledgeable)”* (“智能定期理財16號(可質押)”);
- (iv) “Term-selectable Wealth Management”* (“可選期限理財”);
- (v) “Unit Structured Deposit Type Robust No. 870416”* (“單位結構性存款穩健型870416號”); and
- (vi) “An Xiang the Second Phase of 2017 Consumer Credit Transfers Property Rights Trust”* (“安享 2017 年第二期消費信貸流轉財產權信託”), which was created by Anhui Guoyuan Trust Company Limited* (安徽國元信托有限責任公司), an independent third party.

On 27 September 2017, the Company, through Yadea Sales, a wholly-owned subsidiary of the Company, subscribed for the NBCB Products with a principal amount of RMB103.0 million. Pursuant to Rule 14.22 of the Listing Rules, as at least one of the applicable percentage ratios of such subscription, when aggregated with the outstanding balance of the NBCB Subscriptions at the relevant time, exceeded 5% but was less than 25%, such aggregated subscription constituted a discloseable transaction which was subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

(4) The ABC Subscriptions

The Company, through its wholly-owned subsidiaries, Yadea Sales, Yadea Group and Zhejiang Yadea, had subscribed for the following wealth management products offered by ABC from time to time:

- (i) “Ben Li Feng Tian Tian Li”* (“本利豐天天利”); and
- (ii) “Ben Li Feng Bu Bu Gao”* (“本利豐步步高”).

On 18 August 2017, the Company, through Yadea Sales, a wholly-owned subsidiary of the Company, subscribed for the ABC Products with a principal amount of RMB80.0 million. Pursuant to Rule 14.22 of the Listing Rules, as at least one of the applicable percentage ratios of such subscription, when aggregated with the outstanding balance of the ABC Subscriptions, exceeded 5% but was less than 25%, such aggregated subscription constituted a discloseable transaction which was subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

(5) The CIB Subscriptions

The Company, through its wholly-owned subsidiaries, Yadea Sales, Yadea Group and Jiangsu Yadea, had subscribed for the following wealth management products offered by CIB from time to time:

- (i) “CIB Jin Xue Qiu • You Xian No. 2”* (“興業金雪球•優先 2 號”);
- (ii) “Jin Xue Qiu • You Yue”* (“金雪球•優悅”); and
- (iii) Corporate finance structured deposits (企業金融結構性存款).

On 19 August 2016, the Company, through Yadea Sales, a wholly-owned subsidiary of the Company, subscribed for the CIB Products with a principal amount of RMB100.0 million. Pursuant to Rule 14.22 of the Listing Rules, as at least one of the applicable percentage ratios of such subscription, when aggregated with the outstanding balance of the CIB Subscriptions at the relevant time, exceeded 5% but was less than 25%, such aggregated subscription constituted a discloseable transaction which was subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

(6) The CITIC Subscriptions

The Company, through its wholly-owned subsidiaries, Yadea Sales, Yadea Group and Tianjing Industry, had subscribed for the structured deposits and “CITIC Wealth Management Gong Ying Bao Ben Tian Tian Kuai Che Type A RMB Wealth Management Product”* (“中信理財之共贏保本天天快車A款人民幣理財產品”), a wealth management product, offered by CITIC from time to time.

On 28 June 2016, the Company, through Yadea Group, a wholly-owned subsidiary of the Company, subscribed for the CITIC Products with a principal amount of RMB100.0 million. Pursuant to Rule 14.22 of the Listing Rules, as at least one of the applicable percentage ratios of such subscription, when aggregated with the outstanding balance of the CITIC Subscriptions at the relevant time, exceeded 5% but was less than 25%, such aggregated subscription constituted a discloseable transaction which was subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

THE CEB SUBSCRIPTIONS

During the period from 29 March 2017 to 22 March 2018, the Company, through Tianjing Industry and Yadea Group, had subscribed for certain structured deposits offered by China Everbright Bank Company Limited (中國光大銀行) (“CEB”) with a maximum balance during the said period of RMB300.0 million (the “CEB Subscriptions”). As at the date of the Announcement, the balance of structured deposits was RMB100.0 million.

Further details regarding the terms of such structured deposits offered by CEB are as follows:

Type of return	:	Principal and return guaranteed by CEB
Term of investment	:	25 days to 90 days
Expected annualised return rate	:	4.30% to 4.65%
Repayment arrangement of the principal and return	:	CEB shall pay the relevant principal and the corresponding return to the Company in a lump sum upon withdrawal by the Company after the maturity date of the relevant subscription
Early termination	:	The Company does not have a right of early termination

CEB is a licensed bank established under the laws of the PRC, which is principally engaged in the provision of corporate and personal banking and other financial services in the PRC. To the best knowledge, information and belief of the Directors, having made all reasonable enquiry, CEB and its ultimate beneficial owner are third parties independent of the Company and its connected persons.

On 10 July 2017, the Company, through Yadea Group, a wholly-owned subsidiary of the Company, subscribed for the structured deposits offered by CEB with a principal amount of RMB100.0 million. As the applicable percentage ratios in respect of the such subscription, when aggregated with the outstanding balance of the CEB Subscriptions at the relevant time, exceeded 5% but was less than 25%, such aggregated subscription constituted a discloseable transaction which was subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

IMPLICATIONS UNDER THE LISTING RULES

As the applicable percentage ratios in respect of each of the BOCOM Subscriptions, the CMB Subscriptions, the NBCB Subscriptions, the ABC Subscriptions, the CIB Subscriptions, the CITIC Subscriptions and the CEB Subscriptions, on an aggregated basis pursuant to Rule 14.22 of the Listing Rules, exceed 5% but are less than 25%, the BOCOM Subscriptions, the CMB Subscriptions, the NBCB Subscriptions, the ABC Subscriptions, the CIB Subscriptions, the CITIC Subscriptions and the CEB Subscriptions constitute discloseable transactions under Chapter 14 of the Listing Rules and are therefore subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules. Due to an inadvertent oversight, the Company did not timely comply with Chapter 14 of the Listing Rules in respect of the notification and announcement requirements. As disclosed in the Announcement, the Company has taken various measures and actions to prevent similar non-compliance from occurring in the future.

By Order of the Board
Yadea Group Holdings Ltd.
Dong Jinggui
Chairman

Hong Kong, 16 April 2018

As at the date of this announcement, Mr. Dong Jinggui, Ms. Qian Jinghong, Mr. Liu Yeming, Mr. Shi Rui and Mr. Shen Yu are the executive Directors; and Mr. Li Zongwei, Mr. Wu Biguang and Mr. Yao Naisheng are the independent non-executive Directors.

** for identification purposes only*