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EAGLE NICE (INTERNATIONAL) HOLDINGS LIMITED

鷹美(國際)控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2368)

**CONTINUING CONNECTED TRANSACTIONS
AND
COMPLETION OF THE ACQUISITION**

CONTINUING CONNECTED TRANSACTIONS

The Board wishes to announce that on 1 June 2018 (after trading hours), (i) the existing tenancy agreement in relation to the Leased Properties was terminated and Pouyuen Vietnam and Vietnam Company entered into the Tenancy Agreement and (ii) Pouyuen Vietnam and Vietnam Company entered into the Master Service Agreement.

As disclosed in the Circular, by virtue of Pouyuen Vietnam being an indirect wholly-owned subsidiary of Yue Yuen, the transactions contemplated under the Tenancy Agreement and the Master Services Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules after Completion. As all the relevant percentage ratios (other than the profits ratio) for the transactions contemplated under the Tenancy Agreement and the Master Services Agreement are less than 5%, the transactions contemplated under the Tenancy Agreement and the Master Services Agreement are subject to the reporting and announcement requirements but exempt from the circular (including independent financial advice) and shareholders' approval requirements under Chapter 14A of the Listing Rules.

COMPLETION OF THE ACQUISITION

The Board also wishes to announce that immediately after the signing of the Tenancy Agreement and the Master Services Agreement, all the conditions precedent in the Sale and Purchase Agreement have been fulfilled or waived and Completion took place on 1 June 2018.

** For identification purpose only*

Reference is made to the announcements (the “**Announcements**”) of Eagle Nice (International) Holdings Limited (the “**Company**”) dated 29 March 2018 and 27 April 2018, respectively, and the circular of the Company (the “**Circular**”) dated 30 April 2018 in respect of the Acquisition. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Announcements.

CONTINUING CONNECTED TRANSACTIONS

As disclosed in the Announcements, Completion is conditional upon, among other things, the satisfaction or waiver of the conditions precedent that (i) the existing tenancy agreement in relation to the Leased Properties having been terminated and the Tenancy Agreement having been entered into and (ii) the Master Services Agreement having been entered into.

The Board wishes to announce that on 1 June 2018 (after trading hours), (i) the existing tenancy agreement in relation to the Leased Properties was terminated and Pouyuen Vietnam and Vietnam Company entered into the Tenancy Agreement and (ii) Pouyuen Vietnam and Vietnam Company entered into the Master Service Agreement. The principal terms of the Tenancy Agreement and the Master Services Agreement have been disclosed in the Announcements and the Circular.

As disclosed in the Circular, by virtue of Pouyuen Vietnam being an indirect wholly-owned subsidiary of Yue Yuen, the transactions contemplated under the Tenancy Agreement and the Master Services Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules after Completion. As all the relevant percentage ratios (other than the profits ratio) for the transactions contemplated under the Tenancy Agreement and the Master Services Agreement are less than 5%, the transactions contemplated under the Tenancy Agreement and the Master Services Agreement are subject to the reporting and announcement requirements but exempt from the circular (including independent financial advice) and shareholders’ approval requirements under Chapter 14A of the Listing Rules.

COMPLETION OF THE ACQUISITION

The Board also wishes to announce that immediately after the signing of the Tenancy Agreement and the Master Services Agreement, all the conditions precedent in the Sale and Purchase Agreement have been fulfilled or waived and Completion took place on 1 June 2018. The Target Group becomes wholly-owned subsidiaries of the Company and the financial results of the Target Group will be consolidated into the financial statements of the Company.

By Order of the Board
Eagle Nice (International) Holdings Limited
Chung Yuk Sing
Chairman

Hong Kong, 1 June 2018

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Chung Yuk Sing, Mr. Chen Hsiao Ying, Ms. Chen Fang Mei, Christina and Mr. Lee Cheng Chuan, and three independent non-executive Directors, namely, Mr. Chan Cheuk Ho, Mr. Lu Chi Chant and Ms. Tham Kit Wan.