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VBG INTERNATIONAL HOLDINGS LIMITED

建泉國際控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8365)

**FOURTH SUPPLEMENTAL AGREEMENT
IN RELATION TO
THE ACQUISITION OF THE ENTIRE ISSUED SHARES OF
WEALTH LINK SECURITIES LIMITED**

Reference is made to the announcements of VBG International Holdings Limited (the “**Company**”) dated 11 June 2019, 2 July 2019, 8 July 2019, 26 August 2019, 30 August 2019, 16 September 2019 and 31 December 2019 (collectively the “**Announcements**”) and the circular (the “**Circular**”) of the Company dated 23 September 2019 in relation to the Company’s acquisition of the entire issued shares of Wealth Link Securities Limited. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as set out in the Announcements and the Circular.

FURTHER EXTENSION OF LONG STOP DATE

As disclosed in the announcement of the Company dated 31 December 2019, pursuant to the third supplemental agreement, the Long Stop Date was extended to 31 January 2020.

As at the date of this announcement, completion of the Acquisition is still pending approval of the SFC on the Purchaser becoming a shareholder of the Target Company, being a condition to be satisfied for the completion of the Acquisition. As additional time is required to satisfy such condition, on 31 January 2020, Cheung I Fai as seller and guarantor and the Company as purchaser entered into a fourth supplemental agreement to the SP Agreement, pursuant to which the parties have agreed that the Long Stop Date shall be further extended to 31 March 2020.

Save as disclosed above, all other terms of the SP Agreement shall remain unchanged and in full force and effect.

As at the date of this announcement, Completion of the Acquisition does not take place.

By Order of the Board
VBG International Holdings Limited
Hui Ringo Wing Kun
Executive Director

Hong Kong, 31 January 2020

As at the date of this announcement, the directors of the Company (the “**Directors**”) are:

Executive Directors:

Ms. Wan Ho Yan Letty (*Chairperson*)
Mr. Hui Ringo Wing Kun

Non-executive Director:

Mr. Wan Chuen Fai

Independent Non-executive Directors:

Mr. Kam Cheuk Fai David
Mr. William Robert Majcher
Mr. Ho Lik Kwan Luke

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement will also be published and remains on the Company’s website at www.vbg-group.com.

** for identification purpose only*