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**ZHEJIANG UNITED INVESTMENT HOLDINGS GROUP LIMITED**  
**浙江聯合投資控股集團有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8366)**

**SUPPLEMENTAL ANNOUNCEMENT**  
**DISCLOSEABLE TRANSACTION — ACQUISITION OF**  
**ALL THE ISSUED SHARES OF GAIN LINK ENTERPRISES LIMITED**  
**INVOLVING ISSUANCE OF CONSIDERATION SHARES AND**  
**PLACING SHARES UNDER GENERAL MANDATE**  
**AND**  
**RESUMPTION OF TRADING**

Reference is made to the announcement of Zhejiang United Investment Holdings Group Limited (the “**Company**”) dated 17 January 2018 (the “**Announcement**”) in relation to the Acquisition. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Announcement.

**SUPPLEMENTAL AGREEMENT**

On 18 January 2018, the Company and the Vendor entered into a supplemental agreement to the Agreement (the “**Supplemental Agreement**”) to provide for a placing of shares to the Independent Third Parties not later than the allotment and issuance of the Consideration Shares.

Condition precedent (a) in the Announcement has been amended to add a paragraph (ii) as follows:

“all approvals, consents, confirmations and acknowledgements required to be obtained by the Company from any government authority or other third party in respect of the Agreement and/or the transactions contemplated thereunder, being obtained unconditionally and irrevocably, including but not limited to (i) the approval of the Stock Exchange for the

listing of the Consideration Shares and (ii) the confirmation or acknowledgement of the Stock Exchange that the Company shall following allotment and issuance of the Consideration Shares continue to have sufficient public float under the GEM Listing Rules (the parties acknowledging that the Company will, for the purpose of securing such confirmation or acknowledgement, carry out a placing of the Placing Shares to the Independent Third Parties prior to but in any event not later than the allotment and issuance of the Consideration Shares, and such that the Consideration Shares shall not be allotted and issued and Completion shall not proceed unless the Placing Shares are so placed);”.

“Placing Shares” refers to not more than 89,880,000 and not less than 66,040,000 Shares to be placed, and the exact amount will be determined by the Company in its own discretion.

The Directors are of the view that the Supplemental Agreement and the transactions contemplated thereunder are entered into on normal commercial terms, fair and reasonable and in the interests of the Shareholders as a whole.

Save as disclosed above, there are no other changes to the Agreement and all other matters as disclosed in the Announcement.

## CHANGE IN SHAREHOLDING STRUCTURE OF THE COMPANY

The following table illustrates the shareholding structure of the Company (i) as at the date of this announcement; (ii) immediately following completion of the placing of the Placing Shares (the “**Placing**”) but prior to Completion and the allotment and issuance of the Consideration Shares; and (iii) immediately following the Placing and Completion and the allotment and issuance of the Consideration Shares, showing the position for the maximum 89,880,000 Placing Shares and the minimum 66,040,000 Placing Shares respectively:

Shareholder	As at the date of this announcement		Immediately following the Placing but prior to Completion and the allotment and issuance of the Consideration Shares		Immediately following the Placing and Completion and the allotment and issuance of the Consideration Shares	
	Number of Shares held	Approximate %	Number of Shares held	Approximate %	Number of Shares held	Approximate %
<b>(A) Maximum 89,880,000 Placing Shares</b>						
United Financial Holdings Group Limited	1,080,000,000	75.00	1,080,000,000	70.59	1,080,000,000	62.50
The Vendor	Nil	Nil	Nil	Nil	198,113,208	11.47
<b>Sub-total</b>	1,080,000,000	75.00	1,080,000,000	70.59	1,278,113,208	73.97
Public shareholders	360,000,000	25.00	449,880,000	29.41	449,880,000	26.03
<b>Total</b>	<b>1,440,000,000</b>	<b>100.00</b>	<b>1,529,880,000</b>	<b>100.00</b>	<b>1,727,993,208</b>	<b>100.00</b>

Shareholder	As at the date		Immediately following the		Immediately following the	
	of this announcement		Placing but prior to		Placing and Completion and	
	Number of	Approximate	Completion and the allotment	and issuance of the	the allotment and issuance of	the Consideration Shares
	Shares held	%	Consideration Shares	the Consideration Shares	the Consideration Shares	
			Number of	Approximate	Number of	Approximate
			Shares held	%	Shares held	%
<b>(B) Minimum 66,040,000 Placing Shares</b>						
United Financial Holdings Group Limited	1,080,000,000	75.00	1,080,000,000	71.71	1,080,000,000	63.37
The Vendor	Nil	Nil	Nil	Nil	198,113,208	11.63
<b>Sub-total</b>	<b>1,080,000,000</b>	<b>75.00</b>	<b>1,080,000,000</b>	<b>71.71</b>	<b>1,278,113,208</b>	<b>75.00</b>
Public shareholders	360,000,000	25.00	426,040,000	28.29	426,040,000	25.00
<b>Total</b>	<b>1,440,000,000</b>	<b>100.00</b>	<b>1,506,040,000</b>	<b>100.00</b>	<b>1,704,153,208</b>	<b>100.00</b>

*Note: The Company will carry out the Placing under its general mandate to the Independent Third Parties not later than the allotment and issuance of the Consideration Shares. The Consideration Shares shall not be allotted and issued and Completion shall not proceed unless the Placing Shares are so placed. The Company will issue a further announcement when a placing agreement is entered into with a placing agent. The Company will take appropriate steps to ensure that sufficient public float exists in the issued shares of the Company at all times pursuant to the GEM Listing Rules.*

## RESUMPTION OF TRADING

At the request of the Board, trading in the Shares on the GEM has been halted with effect from 9:00 a.m. on Thursday, 18 January 2018, pending the release of this announcement. Application has been made to the Stock Exchange for the resumption of trading of the Shares on the GEM with effect from 9:00 a.m. on Friday, 19 January 2018.

By order of the Board  
**Zhejiang United Investment Holdings Group Limited**  
**Zhou Ying**  
*Chairman*

Hong Kong, 18 January 2018

*As at the date of this announcement, the executive Directors are Mr. Zhou Ying and Ms. Meng Ying, the independent non-executive Directors are Mr. Zheng Xuchen, Mr. Wong Man Hin, Raymond and Mr. Tang Yiu Wing.*

*This announcement, for which the Directors of the Company 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 GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcement” page for at least 7 days from the day of its posting and on the Company’s website <http://www.zjuv8366.com>.*