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**CL GROUP (HOLDINGS) LIMITED**

**昌利(控股)有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8098)**

**2<sup>ND</sup> SUPPLEMENTAL AGREEMENT IN RELATION TO DISCLOSEABLE  
TRANSACTION  
DISPOSAL OF THE INCOME RIGHTS OF A SOLAR PV POWER PLANT**

References are made to the announcements of CL Group (Holdings) Limited dated 8 October 2018, 9 October 2018 and 10 April 2019 (the “Announcements”) in relation to the Disposal. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Announcements.

On 14 June 2019, the Vendor and the Purchaser entered into a 2<sup>nd</sup> supplemental agreement (the “2<sup>nd</sup> Supplemental Agreement”) whereby the parties agree that the payment of Consideration in the sum of RMB21 million shall be revised as follows :

1. RMB1.5 million to be paid on the second business day after signing of the 2<sup>nd</sup> Supplemental Agreement;
2. RMB1.5 million to be paid within one month after the above first payment;
3. Balance in the sum of RMB18 million to be paid on or before 30 November 2019.

Save as amended by the 2<sup>nd</sup> Supplemental Agreement, all other terms and conditions of the Agreement remain unchanged and continue to be in full force and effect.

By Order of the Board  
**CL Group (Holdings) Limited**  
**Kwok Kin Chung**  
*Executive Director*

Hong Kong, 14 June 2019

The Directors of the Company as at the date of this announcement are:-

*Executive Directors:*

Mr. Kwok Kin Chung (*Chief Executive Officer*)

Mr. Lau Kin Hon

Ms. Yu Linda

*Independent non-executive Directors:*

Mr. Chiu Wai Keung

Mr. Poon Wing Chuen

Mr. Wang Rongqian

*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 GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for 7 days from the date of its posting and on the website of the Company.*