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Vision Fame International Holding Limited
允升國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1315)

**(1) PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES
OF ASSOCIATION OF THE COMPANY;**

AND

**(2) PROPOSED ADOPTION OF AN AMENDED AND RESTATED MEMORANDUM
AND ARTICLES OF ASSOCIATION OF THE COMPANY**

**PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION
OF THE COMPANY AND PROPOSED ADOPTION OF AN AMENDED AND RESTATED
MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

The board of directors (the “**Board**”) of Vision Fame International Holding Limited (the “**Company**”) announces the proposal to amend the memorandum and articles of association of the Company (the “**M&A**”) and to adopt the amended and restated memorandum and articles of association of the Company (the “**Amended and Restated M&A**”) for the purpose of establishing and facilitating the operation of a co-chairman structure for the Company, making certain amendments to the M&A to align and update some references to the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and to the relevant sections of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), and making some other housekeeping amendments. The amendments to the M&A and the adoption of the Amended and Restated M&A are subject to the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the forthcoming annual general meeting of the Company (the “**AGM**”).

GENERAL

A special resolution will be proposed at the AGM for the Shareholders to consider, and if thought fit, pass for approving the amendments to the M&A and the adoption of the Amended and Restated M&A. A circular containing information on, *inter alia*, the proposed amendments to the M&A, the proposed adoption of the Amended and Restated M&A and a notice convening the AGM will be despatched to the Shareholders as soon as practicable.

By order of the Board
Vision Fame International Holding Limited
Chau Chit
Co-Chairman and Chief Executive Officer

Hong Kong, 25 July 2017

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Chau Chit, Mr. Dai Jialong and Mr. Xie Xiaotao; one non-executive director, namely Mr. Chen Guobao; and three independent non-executive directors, namely Mr. Tam Tak Kei Raymond, Mr. Wong Kai Tung Simon and Mr. Wong Wai Kwan.