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Seamless Green China (Holdings) Limited

無縫綠色中國(集團)有限公司

(Incorporated in the Cayman Islands and re-domiciled and continued in Bermuda with limited liability)

(Stock Code: 8150)

PROFIT WARNING

This announcement is made pursuant to Rule 17.10 of the GEM Listing Rules.

The Board of the Company wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a loss for the three months ended 31 March 2011 as compared to a profit for the three months ended 31 March 2010.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

This announcement is made pursuant to Rule 17.10 of the Rule Governing. The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). The board of Directors (the “Board”) of Seamless Green China (Holdings) Limited (the “Company”) wishes to inform the shareholders of the Company and potential investors that the Company and its subsidiaries (collectively the “Group”) is expected to record a loss for the three months ended 31 March 2011 as compared to a profit for the three months ended 31 March 2010.

The expected loss is mainly attributable to (i) the recognition of share-based payments; (ii) the increase in legal and professional fee; and (iii) the increase in manpower of the Group.

As the Company is still in the process of finalizing the results for the three months ended 31 March 2011, the information contained in this announcement is only based on the preliminary assessment by the Company's management according to the management accounts of the Group. Shareholders of the Company and potential investors should read the Group's first quarterly results announcement for the three months ended 31 March 2011 carefully, which is expected to be published by the 12th of May 2011.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board
Seamless Green China (Holdings) Limited
Chan Chung Keung Jackon
Executive Director

Hong Kong, 5 May 2011

As at the date of this announcement, the Board comprises:

- (1) Mr. Lam Ping Cheung Andrew, as an executive director;
- (2) Mr. Chan Chung Keung Jackon, as an executive director;
- (3) Mr. Wong Kwok Wai, as an executive director;
- (4) Mr. Zhao Wen Tao, as an executive director;
- (5) Mr. Chung Ming Tru Daniel, as an executive director;
- (6) Ms. Chan Yim Kum, as an executive director;
- (7) Mr. Wong Pak Fai Philip, as an executive director;
- (8) Mr. Liu Chun Ning Wilfred, as an independent non-executive director;
- (9) Mr. Tsui Siu Hung, as an independent non-executive director;
- (10) Mr. Tso Chip, as an independent non-executive director; and
- (11) Mr. Lee Tao Wai, as an independent non-executive director.

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 "Latest Company Announcement" page of the GEM website at www.hkgem.com for at least 7 days from the date of this posting and on the website of the Company at <http://www.victoryhouse.co.cc/lchp/8150.html>.