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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 it is expected that the results of the Group for the three months ended 31 March 2012 may experience a decline as compared to the same period of 2011.

**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 it is expected that the operating results of the Company and its subsidiaries (collectively the “Group”) for the three months ended 31 March 2012 may experience a decline as compared to the same period of 2011.

The expected decline is mainly attributable to (i) the increase in legal and professional fee; and (ii) 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 2012, 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 2012 carefully, which is expected to be published by the 15th of May 2012.

**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 Ka Ming**  
*Chairman*

Hong Kong, 8 May 2012

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

- (1) Mr. Chan Ka Ming, as an executive director;
- (2) Mr. Nee, Henry Pei Ching, as an executive director;
- (3) Mr. Ho Chun Kit Geogory, as an executive director;
- (4) Mr. Tam Chak Chi, as an executive director;
- (5) Mr. Ng Kai Shing, as an independent non-executive director;
- (6) Mr. Jal Nadirshaw Karbhari, as an independent non-executive director; and
- (7) Ms. Chan Sze Man, as an independent non-executive director.

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market 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 “Latest Company Announcement” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of this posting and on the website of the Company at <http://www.victoryhousefp.com/lchp/8150.html>.*