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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)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

Head & Shoulders Securities Limited

All the conditions of the Placing have been fulfilled and the completion of the Placing took place on 26 June 2017.

Pursuant to the terms and conditions of the Placing Agreement, an aggregate of 254,761,208 Placing Shares have been successfully placed by the Placing Agent to seven Placees who are to the best of the Directors' knowledge, information and belief having made all reasonable enquires, Independent Third Parties (as defined in the GEM Listing Rules), at the Placing Price of HK\$0.120 per Placing Share. The net proceeds arising from the Placing are approximately HK\$30,170,000.

Reference is made to the announcement of Seamless Green China (Holdings) Limited (the "**Company**") dated 9 June 2017 in respect of the Placing (the "**Announcement**"). Unless defined otherwise, capitalised terms used herein shall have the same respective meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions of the Placing have been fulfilled and the completion of the Placing took place on 26 June 2017. An aggregate of 254,761,208 Placing Shares have been successfully placed by the Placing Agent to seven Placees who are to the best of the Directors' knowledge, information and belief having made all reasonable enquires, Independent Third Parties (as defined in the GEM Listing Rules), at the Placing Price of HK\$0.120 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

None of the Placees became substantial shareholders (as defined under the GEM Listing Rules) of the Company as a result of the Placing.

The net proceeds, after deducting related Placing commission, professional fees and all related expenses, arising from the Placing amount to approximately HK\$30,170,000 and the Company intends to utilize such net proceeds as general working capital of the Group and repayment of debts, borrowings or promissory notes.

CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY

The 254,761,208 Placing Shares represent approximately 16.20% of the issued share capital of the Company immediately after completion of the Placing. The aggregate nominal value of the Placing Shares issued under the Placing is HK\$12,738,060.40.

The shareholding structures of the Company immediately before and after completion of the Placing are as follows:–

Shareholders	Shareholding immediately before completion of the Placing		Shareholding immediately after completion of the Placing	
	<i>No. of Shares</i>	<i>Approximate%</i>	<i>No. of Shares</i>	<i>Approximate%</i>
Placees	–	–	254,761,208	16.20
Other public Shareholders	1,317,756,044	100	1,317,756,044	83.80
Total	<u>1,317,756,044</u>	<u>100.00</u>	<u>1,572,517,252</u>	<u>100.00</u>

By order of the Board
Seamless Green China (Holdings) Limited
Wong Kin Hong
Chairman

Hong Kong, 26 June 2017

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

Executive Directors

- (1) Mr. Wong Kin Hong (*Chairman*)
- (2) Mr. Huang Yonghua
- (3) Mr. Wong Tat Wa
- (4) Ms. Leung Po Yee

Independent Non-executive Directors

- (5) Mr. Yan Guoni
- (6) Mr. Tang Rong Gang
- (7) Mr. Ou Wei An
- (8) Mr. Ng Yu Ho, Steve

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 seven days from the date of its publication. This announcement will also be published on the Company’s website at <http://www.victoryhousefp.com/lchp/8150.html>.