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# ADDCHANCE HOLDINGS LIMITED
# 互益集團有限公司

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

**(Stock Code: 3344)**

## UPDATE ON COMPLETION OF ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE

The Board is pleased to announce that all the conditions precedent to the Fourth Subscription have been fulfilled and as at 28 April 2017, the completion of Fourth Subscription had taken place in accordance with the terms and conditions of the Fourth Subscription Agreement.

Immediately before the Fourth Completion, the Company had 5,146,730,909 Shares in issue. Upon the Fourth Completion, an aggregate of 250,000,000 new Shares, representing approximately 4.63% of the issued share capital of the Company as at the date of this announcement (as enlarged by the allotment and issue of the Fourth Subscription Shares), have been duly allotted and issued as fully paid to the Fourth Subscriber at the Subscription Price of HK$0.08 per Subscription Share. Accordingly, immediately after the Fourth Completion, there are 5,396,730,909 Shares in issue.

Reference is made to the circular of Addchance Holdings Limited ("**Company**") dated 28 February 2017 ("**Circular**") in relation to, among other things, the proposed Subscriptions; and the announcement of the Company dated 31 March 2017 in relation to the completion of the First Subscription, Second Subscription and Third Subscription. Unless otherwise defined, captialised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that all the conditions precedent to the Fourth Subscription have been fulfilled and as at 28 April 2017, the completion of the Fourth Subscription (the "**Fourth Completion**"), had taken place in accordance with the terms and conditions of the Fourth Subscription Agreement.

Immediately before the Fourth Completion, the Company had 5,146,730,909 Shares in issue. Upon the Fourth Completion, 250,000,000 new Shares, representing approximately 4.63% of the issued share capital of the Company as at the date of this announcement (as enlarged by the allotment and issue of the Fourth Subscription Shares), have been duly allotted and issued as fully paid to the Fourth Subscriber at the Subscription Price of HK$0.08 per Subscription Share. Accordingly, immediately after the Fourth Completion, there are 5,396,730,909 Shares in issue.

The gross proceeds and the net proceeds from the Fourth Subscription upon the Fourth Completion are approximately HK$20 million and HK$19.99 million respectively. The net price of each Fourth Subscription Share is approximately HK$0.0799.

## EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company (i) immediately prior to the Fourth Completion; and (ii) immediately after the Fourth Completion:

| | **Immediately prior to the Fourth Completion** | | **Immediately after the Fourth Completion** | |
|---|---|---|---|---|
| | *No. of Shares* | *Approx. %* | *No. of Shares* | *Approx. %* |
| The Subscriber and parties acting in concert with it *(Note 1)* | 3,807,608,000 | 73.98 | 3,807,608,000 | 70.555 |
| Second Subscriber *(Note 2)* | 250,000,000 | 4.86 | 250,000,000 | 4.632 |
| Third Subscriber *(Note 2)* | 250,000,000 | 4.86 | 250,000,000 | 4.632 |
| Fourth Subscriber *(Note 2)* | – | – | 250,000,000 | 4.632 |
| Other public Shareholders | 839,122,909 | 16.30 | 839,122,909 | 15.549 |
| | **5,146,730,909** | **100.000** | **5,396,730,909** | **100.000** |

*Notes:*

1. The First Subscriber is wholly and beneficially owned by Mr. Poon Sum, who is personally interested in 3,608,000 Shares and he is also deemed to be interested in 4,000,000 Shares held by his spouse, Ms. Wong Hiu Hung and 3,800,000,000 Shares held by the First Subscriber, by virtue of the Securities and Futures Ordinance.

2. Since each of the Second Subscriber, the Third Subscriber and the Fourth Subscriber holds less than 10% of the issued share capital as enlarged by the Completions, each of their shareholdings is part of the public float.

By order of the Board
**Addchance Holdings Limited**
**Poon Sum**
*Chairman*

Hong Kong, 28 April 2017

*As at the date of this announcement, the Board comprises (i) Mr. Poon Sum (Chairman), Mr. Cheung Tat Chung (Chief Executive Officer), Mr. Lo Ping and Mr. Zheng Jun as executive Directors; (ii) Mr. Chui Chi Yun, Robert and Mr. Zhao Xu as non-executive Directors; and (iii) Mr. Chan Shu Kin, Dr. Tse Kwok Sang and Mr. Chiu Wai Piu as independent non-executive Directors.*