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EVERCHINA INT'L HOLDINGS COMPANY LIMITED

潤中國際控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 202)

COMPLETION OF PLACING OF NEW SHARES UNDER THE GENERAL MANDATE

Placing Agent



KINGSTON SECURITIES

The Board is pleased to announce that all conditions under the Placing Agreement have been fulfilled and completion of the Placing took place on 4 October 2018. A total of 1,215,700,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at the Placing Price of HK\$0.143 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement dated 12 September 2018 (the “**Placing Announcement**”) of EverChina Int’l Holding Company Limited (the “**Company**”) in relation to the Placing. Capitalised terms used herein shall have the same meanings as those defined in the Placing Announcement unless otherwise specified.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all conditions under the Placing Agreement have been fulfilled and completion of the Placing took place on 4 October 2018. A total of 1,215,700,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.143 per Placing Share pursuant to the terms and conditions of the Placing Agreement. The 1,215,700,000 Placing Shares represent approximately 19.99% of the issued share capital of the Company immediately before completion of the Placing and approximately 16.66% of the issued share capital of the Company immediately after completion of the Placing. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Placees are independent professional, institutional, or other investors who, together with their respective ultimate beneficial owners (if any), are third parties independent of the Company and the connected persons of the Company.

The net proceeds of the Placing, in the amount of approximately HK\$169.1 million. As disclosed in the Placing Announcement, the Company intends to use such net proceeds (i) approximately 93% of the net proceeds to repay other borrowings and other payables of the Group; and (ii) the remaining 7% as general working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE

The shareholding structure of the Company (i) immediately prior to completion of the Placing; and (ii) as at the date of this announcement are as follows:

Shareholders	Immediately prior to completion of the Placing		As at the date of this announcement	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Rich Monitor Limited (Note 1)	1,033,300,000	17.00	1,033,300,000	14.17
Pengxin Holdings Company Limited (Note 1)	709,000,000	11.66	709,000,000	9.72
Shen Angang (Note 2)	392,995,000	6.47	392,995,000	5.39
Lam Cheung Shing, Richard (Note 3)	7,700,000	0.13	7,700,000	0.11
The Placees and other public Shareholders	<u>3,935,674,363</u>	<u>64.74</u>	<u>5,151,374,363</u>	<u>70.61</u>
	<u>6,078,669,363</u>	<u>100.00</u>	<u>7,294,369,363</u>	<u>100.00</u>

Notes:

- The entire issued share capital of Rich Monitor Limited and Pengxin Holdings Company Limited is held by Mr. Jiang Zhaobai ("Mr. Jiang"), an executive Director and Chairman of the Company. Therefore, Mr. Jiang is deemed to be interested in 1,742,300,000 Shares under the SFO. Mr. Jiang is also a director of each of Rich Monitor Limited and Pengxin Holdings Company Limited respectively.
- Shen Angang is an executive Director.

3. Lam Cheung Shing, Richard is an executive Director.
4. The percentages are subject to rounding errors, if any.

By order of the Board of
EverChina Int'l Holdings Company Limited
Lam Cheung Shing, Richard
Executive Director and Chief Executive Officer

Hong Kong, 4 October 2018

As at the date of this announcement, the executive Directors are Mr. Jiang Zhaobai, Mr. Shen Angang, Mr. Lam Cheung Shing, Richard and Mr. Chen Yi, Ethan and the independent non-executive Directors are Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Professor Shan Zhemin.