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Evershine Group Holdings Limited

永耀集團控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8022)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

PLACING AGENT



KGI Asia Limited

Reference is made to the announcement of the Company dated 14 April 2015.

The Board is pleased to announce that the conditions of Placing as set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 22 April 2015.

Reference is made to the announcement (the “**Announcement**”) of the Company dated 14 April 2015 in relation to the Placing. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF PLACING OF SHARES

The Board is pleased to announce that all conditions set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 22 April 2015. An aggregate of 112,026,000 Placing Shares under the Placing have been successfully placed by KGI Asia Limited, as the Placing Agent under the Placing Agreement, at the placing price of HK\$0.31 per Placing Share to not less than six Places pursuant to the terms of the Placing Agreement.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners (where applicable) are Independent Third Parties and none of the Placees and their respective associates has become a Substantial Shareholder upon completion of the Placing.

The gross proceeds from the Placing are approximately HK\$34.7 million, and the net proceeds of the Placing, after deduction of the placing commission and other related expenses, amount to approximately HK\$34 million. The Directors expected that the net proceeds will be applied for general working capital of the Group.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the shareholding structure of the Company as a result of the Placing:

Shareholders	Shareholding immediately prior to completion of the Placing		Shareholding immediately after completion of the Placing	
	Number of Shares	Approximate percentage (%)	Number of Shares	Approximate percentage (%)
Lau Yu <i>Public Shareholders</i>	194,713,000	23.17%	194,713,000	20.45%
Placees	–	–	112,026,000	11.76%
Other public Shareholders	<u>645,492,356</u>	<u>76.83%</u>	<u>645,492,356</u>	<u>67.79%</u>
Total	<u>840,205,356</u>	<u>100.00%</u>	<u>952,231,356</u>	<u>100.00%</u>

By order of the Board
Evershine Group Holdings Limited
Wu Wenbei
Chairman and Executive Director

Hong Kong, 22 April 2015

As of the date hereof, the executive Directors are Mr. Wu Wenbei and Ms. Lin Yan Jenny; and the independent non-executive Directors are Ms. Lam Yuk Ying, Elsa, Mr. Liu Kwong Sang and Mr. He Qinglong.

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 Announcements" page of the GEM website at www.hkgem.com for at least seven days from the date of its publication and on the website of the Company at <http://www.8022hk.com>.