

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.



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

Reference is made to the announcement (“**Announcement**”) of Evershine Group Holdings Limited (“**Company**”) dated 9 January 2017 in relation to, among other matters, the placing of a maximum of 100,000,000 shares of the Company. Unless otherwise stated, terms used herein shall have the same meanings as defined in the announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that the conditions of the Placing have been fulfilled and completion of the Placing took place on 19 January 2017. Pursuant to the Placing Agreement, an aggregate of 100,000,000 Placing Shares have been placed to not less than six Placees at the Placing Price of HK\$0.42 per Placing Share.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners are Independent Third Parties.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, none of the Placees has become a substantial shareholder (as defined in the GEM Listing Rules) of the Company immediately after completion of the Placing.

The net proceeds from the Placing (after deducting the placing commission and other related expenses payable by the Company) are approximately HK\$41.2 million.

SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after completion of the Placing:

Shareholders	As at the date of this announcement		Immediately after the completion of the Placing assuming no conversion of Convertible Notes		Immediately after the completion of the Placing and assuming full conversion of the Convertible Notes	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
Tutuncu Oguz	347,796,000	23.1%	347,796,000	21.7%	347,796,000	20.7%
Lau Yu	174,919,000	11.6%	174,919,000	10.9%	174,919,000	10.4%
Chiu Ngai Hung	169,716,000	11.3%	169,716,000	10.6%	169,716,000	10.1%
Boyraci Osman	106,865,000	7.1%	106,865,000	6.7%	106,865,000	6.4%
Holders of Convertible Notes	–	0.0%	–	0.0%	75,000,000	4.5%
The Placees	–	0.0%	100,000,000	6.2%	100,000,000	6.0%
Other public Shareholders	703,381,356	46.8%	703,381,356	43.9%	703,381,356	41.9%
Total	<u>1,502,677,356</u>	<u>100.0%</u>	<u>1,602,677,356</u>	<u>100.0%</u>	<u>1,677,677,356</u>	<u>100.0%</u>

Note:

- The aggregate percentage may not add up to 100% due to rounding.

On behalf of the Board
Evershine Group Holdings Limited
Chan Ming Kei
Executive Director and Joint Company Secretary

Hong Kong, 19 January 2017

As of the date hereof, the executive Directors are Mr. Bülent Yenil (Mr. Hung Tat Chi Alan as alternate Director), Mr. Chan Ming Kei and Mr. Ling Ko Yin Jason; and the independent non-executive Directors are Mr. Chan Kwun Chung, Ms. Choy So Yuk, BBS, JP, Ms. Lam Yuk Ying Elsa and Mr. Leung Man Chun.

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 for at least 7 days from the date of its posting and on the website of the Company at <http://www.8022hk.com>.