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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)

(1) THE RE-CONVENING OF SGM;
(2) REVISED BOOK CLOSURE PERIOD;
AND
(3) REVISED TIMETABLE OF CAPITAL REORGANISATION

Reference is made to (i) the Company's announcement dated 4 January 2022 in relation to the Capital Reorganisation; (ii) the Company's circular (the "**Circular**") and the Original SGM Notice both dated 21 January 2022; and (iii) the Company's supplemental announcement dated 27 January 2022 (the "**Supplemental Announcement**") regarding the proposed adjournment of the SGM. Unless the context otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the Circular and the Supplemental Announcement.

THE RE-CONVENING OF THE SGM

The Board hereby announces that subject to the passing of the Adjournment Resolution at the Original SGM on 14 February 2022, the Company intends to re-convene the SGM on Wednesday, 16 March 2022 at the same time (i.e. 11:00 a.m.) and same venue (i.e., at Units 1201-3, 12/F., Podium Plaza, 5 Hanoi Road, Tsim Sha Tsui, Kowloon, Hong Kong). A supplementary circular containing the details of the change to the terms of the Capital Reorganisation (the "**Supplementary Circular**"), which shall be read in conjunction with the Circular, and the Revised SGM Notice setting out the date, time and place of the Re-convened SGM together with the full text of the revised special resolution of the Capital Reorganisation, is expected to be dispatched to the Shareholders on 18 February 2022.

REVISED BOOK CLOSURE PERIOD

As disclosed in the Supplemental Announcement, as a result of the re-scheduling of the SGM, the register of members of the Company has not closed and has remained open during the period of Wednesday, 9 February 2022 to Monday, 14 February 2022 (both dates inclusive).

The Board hereby announces that subject to the passing of the Adjournment Resolution at the Original SGM on 14 February 2022, the register of members of the Company will be closed during the period from Friday, 11 March 2022 to Wednesday, 16 March 2022 (both dates inclusive) for the purpose of determining the eligibility of voting at the Re-convened SGM.

REVISED TIMETABLE OF CAPITAL REORGANISATION

Subject to the passing of the Adjournment Resolution at the Original SGM on 14 February 2022 and as a result of the re-scheduling of the SGM, the expected timetable for implementation of the Capital Reorganisation is revised as below:

Expected date of dispatch of the Supplementary Circular and the Revised SGM Notice	Friday, 18 February 2022
Latest time for lodging transfers of Shares for attending the Re-convened SGM	4:30 p.m. on Thursday, 10 March 2022
Closure of register of members (both dates inclusive)	Friday, 11 March 2022 to Wednesday, 16 March 2022
Latest date and time for lodging forms of proxy for the Re-convened SGM	11:00 a.m. on Monday, 14 March 2022
Expected date and time of the Re-convened SGM	11:00 a.m. on Wednesday, 16 March 2022
Announcement of voting results of the Re-convened SGM	Wednesday, 16 March 2022

The following events are conditional upon the fulfillment of the conditions for the implementation of the Capital Reorganisation:

Expected effective date of the Capital Reorganisation	Friday, 18 March 2022
First day for free exchange of existing share certificates for new share certificates for the New Shares	Friday, 18 March 2022

Commencement of dealings in New Shares	9:00 a.m. on Friday, 18 March 2022
Original counter for trading in the Existing Shares in board lots of 10,000 Existing Shares (in the form of existing share certificates) temporarily closes	9:00 a.m. on Friday, 18 March 2022
Temporary counter for trading in the New Shares in board lots of 1,000 New Shares (in the form of existing share certificates) opens	9:00 a.m. on Friday, 18 March 2022
Original counter for trading in the New Shares in board lots of 10,000 New Shares (in the form of new share certificates) re-opens	9:00 a.m. on Friday, 1 April 2022
Parallel trading in the New Shares (in the form of new share certificates and existing share certificates) commences	9:00 a.m. on Friday, 1 April 2022
Designated broker starts to stand in the market to provide matching services for odd lots of New Shares	9:00 a.m. on Friday, 1 April 2022
Designated broker ceases to stand in the market to provide matching services for odd lots of the New Shares	4:00 p.m. on Tuesday, 26 April 2022
Temporary counter for trading in the New Shares in board lots of 1,000 New Shares (in the form of existing share certificates) closes	4:10 p.m. on Tuesday, 26 April 2022
Parallel trading in the New Shares (in the form of new share certificates and existing share certificates) ends	4:10 p.m. on Tuesday, 26 April 2022

Last day for free exchange of existing share certificates for new share certificates . . . . . 4:30 p.m. on Thursday, 28 April 2022

Notes:

1. *All times and dates specified in the timetable above refer to Hong Kong times and dates.*

2. *The timetable is indicative only and may be extended or varied. Any change to the expected timetable above will be announced by the Company as and when appropriate.*

FREE EXCHANGE OF SHARE CERTIFICATES

Under the revised timetable and subject to the passing of the Adjournment Resolution and the Capital Reorganisation becoming effective, Shareholders may, during the period from Friday, 18 March 2022 to Thursday, 28 April 2022 (both days inclusive), submit share certificates for the Existing Shares to the Company's branch share registrar and transfer office in Hong Kong, Link Market Services (Hong Kong) Pty Limited, at Suite 1601, 16/F Central Tower, 28 Queen's Road Central, Hong Kong, to exchange, at the expense of the Company, for new share certificates for the New Shares, on the basis of ten Existing Shares for one New Share. Thereafter, certificates for the Existing Shares will be accepted for exchange only on payment of a fee of HK$2.50 (or such other amount as may from time to time be specified by the Stock Exchange) by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the New Shares, whichever the number of certificates cancelled/issued is higher. After 4:30 p.m. on Thursday, 28 April 2022, existing share certificates for the Existing Shares will only remain effective as documents of title and may be exchanged for certificates for the New Shares at any time but will not be accepted for delivery, trading and settlement purposes.

The new share certificates for the New Shares will be issued in light yellow colour in order to distinguish them from the existing share certificates for the Existing Shares, which are in light blue colour.

ODD LOTS ARRANGEMENT AND MATCHING SERVICES

Under the revised timetable and subject to the passing of the Adjournment Resolution, in order to facilitate the trading of odd lots (if any) of the New Shares arising from the Capital Reorganisation, the Company has appointed I Win Securities Limited as its agent to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the New Shares to make up a full board lot, or to dispose of their holding of odd lots of the New Shares for the period from 9:00 a.m. on Friday, 1 April 2022 to 4:00 p.m. on Tuesday, 26 April 2022 (both days inclusive). Shareholders who wish to take advantage of this service should contact Mr. Steven Ng of I Win Securities Limited at Room 1916, Hong Kong Plaza, 188 Connaught Road West, Hong Kong or at telephone number (852) 2688 6333 during office hours of such period.

Shareholders with odd lot holdings of the New Shares should note that the matching of the sale and purchase of odd lots of the New Shares is on a best efforts basis. Successful matching of the sale and purchase of odd lots of the New Shares is not guaranteed. In addition, odd lots might be sold below the trading price of full board lots of the Shares. Shareholders who are in any doubt about the odd lot arrangement are recommended to consult their own professional advisers.

WARNING

Shareholders should take note that the Capital Reorganisation is conditional upon satisfaction of certain conditions and may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.

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

Hong Kong, 11 February 2022

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 Guoniu
(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 Listed Company Information" page of the GEM website at www.hkgem.com for at least 7 days from the date of this publication. This announcement will also be published on the website of the Company at http://www.victoryhousefp.com/lchp/8150.html.