GREEN BUILD TECHNOLOGY LIMITED
(FORMERLY KNOWN AS YOUYUE INTERNATIONAL LIMITED)
(Incorporated in the Republic of Singapore)
(Company Registration No.: 200401338W)

PROPOSED PLACEMENT OF UP TO 7,818,000 NEW ORDINARY SHARES IN THE CAPITAL OF GREEN BUILD TECHNOLOGY LIMITED (THE "PLACEMENT")

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1. INTRODUCTION

The Board of Directors of Green Build Technology Limited (the "**Company**") wishes to announce that the Company has entered into placement agreements dated 13 May 2015 (the "**Placement Agreements**") with the employees of the Company and its subsidiaries (collectively, the "**Group**") (the "**Subscribers**"), pursuant to which the Subscribers have agreed to subscribe for an aggregate of 7,818,000 new ordinary shares (the "**Subscription Shares**") at S$0.315 (the "**Subscription Price**") for each Subscription Share.

The Subscription Price represents a discount of 10.00% to the weighted average price of S$0.35 of the Company's ordinary shares for trades done on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") for the full market day on 13 May 2015, being the date on which the Placement Agreements were signed. The Placement Agreements were entered into after trading hours.

The Company will be making an application to the SGX-ST for the listing and quotation of the Subscription Shares on SGX-ST shortly. The Subscription Shares will not be issued to transfer a controlling interest of the Company and none of the Subscription Shares will be placed to any person or groups of person prohibited by SGX-ST as set out under Rule 812 of the SGX-ST Listing Manual.

The Subscription Shares will be payable in full upon acceptance and/or application and, when issued and fully paid-up, will rank *pari passu* in all respects with the then existing Shares for any dividends, rights, allotments or other distributions, the record date of which falls on or after the date of issue of the Subscription Shares.

2. SHAREHOLDERS' MANDATE

The Subscription Shares will be allotted and issued pursuant to the general share issue mandate obtained from shareholders of the Company at the Annual General Meeting of the Company held on 30 April 2015.

The Subscription Shares represent approximately 3.27% of the total number of issued shares in the Company as at the date of this Announcement. The Placement will increase the issued and paid-up share capital of the Company by approximately S$2,462,670 and the number of ordinary shares will increase from 238,859,796 to 246,677,796. A detailed breakdown of the use of proceeds from the Placement is as follows:

S/N	Use of Proceeds	Percentage of Proceeds Used
1	Payment of trade payables	80%
2	Administrative expenses	20%

3. ABOUT THE SUBSCRIBERS

As mentioned above, the Subscribers are the employees of the Group. Please refer to the appendix attached to this Announcement for the full list of Subscribers and (sorted by) their corresponding number of shares subscribed.

The Placement will provide an opportunity for selected employees of the Group, the Subscribers, who have contributed significantly to the growth and performance of the Group to participate in the equity of the Company. The Placement also recognizes the fact that the services of such employees are important to the success and continued well-being of the Group. The Placement will enable the Company to give recognition to the contributions made by such employees. At the same time, it will give such employees an opportunity to have a direct interest in the Company and will also help to achieve the following positive objectives:

(i) to motivate employees to optimise standards and efficiency and to maintain a high level of performance and contribution;

(ii) the attraction and retention of employees whose contributions are important to the long-term growth and profitability of the Group;

(iii) to foster a greater ownership culture within the Group which more directly aligns the interests of key senior management and key talents with the interests of shareholders; and

(iv) to give recognition to contributions made or to be made by participants by giving the employees a stake in the equity of the Company.

Save for the employment relationship, the Subscribers have no other connection (including business relationships) with the Company, its Directors and substantial shareholders, and are not persons to whom the Company is prohibited from issuing shares to, as provided for by Rule 812 of the Listing Manual of the SGX-ST.

Under the terms of the Placement Agreements, the Subscribers have represented, warranted and undertaken to and for the benefit of the Company that they are not acting in concert or collaboration with anyone to obtain or consolidate control over the Company (including as contemplated in the Singapore Code on Take-overs and Mergers).

4. PRINCIPAL TERMS OF THE PLACEMENT

Conditions Precedent

The obligations of the Company and the Subscribers under the Placement Agreement are conditional upon, *inter alia*,:

(a) all necessary approvals and waivers for the issue of the Subscription Shares on the terms and conditions of the Placement Agreements, including but not limited to the approval of shareholders, if required, being obtained and not withdrawn before the Completion Date (as defined therein);

(b) approval in-principle for the listing and quotation of the Subscription Shares on the Official List of the SGX-ST being obtained from the SGX-ST and such approval not being revoked or amended and, where such approval is subject to conditions, such conditions being reasonably acceptable to the Subscriber; and

(c) there having been, as at the Completion Date, no occurrence of any event nor the discovery of any fact rendering untrue or incorrect in any respect any of the warranties contained in Clause 4 of the Placement Agreements if they were repeated on and as of the Completion Date.

Moratorium

The Subscribers thereby irrevocably and unconditionally undertake that they will not:

(i) dispose of, realise, transfer, charge, assign or otherwise dispose of any part of his interest in 100% of the Subscription Shares for a period of six (6) months commencing from the Completion Date (the "Initial Period"); and

(ii) dispose of, realise, transfer, charge, assign or otherwise dispose of any part of his interest in 50% of the Subscription Shares for a further period of six (6) months commencing from the Initial Period.

Payment Terms

For the purpose therein, the parties of the Placement Agreement thereby irrevocably and unconditionally agree that the payment of the Subscribers of the total subscription price for the Subscription Shares in RMB at a mutually agreed exchange rate of RMB4.5735 : SGD1.00 by bank transfer to an account of Harbin Promlite Energy Saving Technology Co., Ltd, which is the wholly owned subsidiary of the Company shall constitute full and final settlement of the total subscription price for the Subscription Shares as set out in clause 3(b) therein.

5. RATIONALE FOR THE PLACEMENT AND USE OF PROCEEDS

The Placement will motivate the employees of the Group to work hard and to make contribution to the Group's revenue. The Placement will also help strengthen the capital

base of the Company, fund the growth and expansion of business and for working capital requirements.

The Placement will raise gross proceeds of approximately S$2,462,670 and these proceeds will be used towards the Company's general working capital requirements as stated in paragraph 2 above.

6. FINANCIAL EFFECTS OF THE PLACEMENT

The financial effects of the Placement set out below are strictly for illustrative purposes and do not necessarily reflect the actual future financial position and results of the Group following the Placement.

As at the date of this Announcement, the issued and paid-up share capital of the Company is approximately S$22,882,399 comprising 238,859,796 ordinary shares. Upon the completion of the Placement, the Company's issued and paid-up share capital will be approximately S$25,345,069 comprising 246,677,796 ordinary shares.

Based on the Group's audited consolidated financial statements for the year ended 31 December 2014, the financial effects of the Placement on the Group are estimated as follows:

(a) The net asset[1] per share (based on the total number of share issued as at 31 December 2014 (being the end of the most recently completed financial period)) of the Group, assuming that the Placement had been effected on 31 December 2014, would have increased by 21.4%, from 18.61 RMB cents to 22.58 RMB cents; and

(b) The profit per share (based on the total number of share issued as at 31 December 2014 (being the end of the most recently completed financial period)) of the Group, assuming that the Placement had been effected on 1 January 2014, would have decreased by 3.2%, from 9.79 RMB cents to 9.48 RMB cents. The Directors are of the opinion that after taking into consideration the current available cash and cash equivalents, and cash used in operations, that the working capital available to the Group is sufficient to meet its present requirements at the date of this Announcement.

7. NO PROSPECTUS OR OFFER INFORMATION STATEMENT

The Placement will be undertaken by way of private placement in accordance with Section 272B of the Securities and Futures Act (Cap. 289 of Singapore). As such, no prospectus or offer information statement will be issued by the Company in connection therewith.

8. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Save as disclosed above, none of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in the Placement.

[1] For the purposes of this Announcement, net asset = total assets – total liabilities – non controlling interest.

9. DOCUMENTS FOR INSPECTION

Copies of the Placement Agreements are available for inspection during the normal business hours at the registered office of the Company at 6 Temasek Boulevard #27-04, Suntec Tower 4, Singapore 038986 for a period of three months from the date of this Announcement.

10. GENERAL

The Company will make the necessary announcements once the approval-in-principle for the listing and quotation of the Subscription Shares has been obtained from the SGX-ST.

11. RESPONSIBILITY STATEMENT

The Directors (including any Director who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

By Order of the Board

Jong Voon Hoo
Chief Financial Officer and Joint Company Secretary
13 May 2015

Appendix A

S/N	Name	Name in Chinese	Designation	No. of shares subscribed	Percentage of the total number of placement shares (%)	Percentage of the enlarged share capital (%)
1	Yu Hai Nan	于海南	Technical Department Designer	841,000	10.76	0.34
2	Liu Bing Hui	刘丙辉	General Office Assistant Head and Assistant to the Directors	789,000	10.09	0.32
3	Sun Hai Wen	孙海文	General Officer Assistant	789,000	10.09	0.32
4	Wang Yi	王毅	Strategic Development Department Assistant Head	709,000	9.07	0.29
5	Li Shuang	李双	General Office Administrative Assistant	678,000	8.67	0.27
6	Jiang Hai Yang	姜海洋	Technical Department Designer	657,000	8.40	0.27
7	Ma Shan Shan	马姗姗	Personal Assistant to the CEO	546,000	6.98	0.22
8	Wang Hong	王红	Deputy General Manager	494,000	6.32	0.20

9	Kang Jian	康健	Technical Department Head	456,000	5.83	0.18
10	Zhang Shao Yan	张绍岩	Projects Department Manager	448,000	5.73	0.18
11	Ling Yun Jie	凌云婕	General Office Head	428,000	5.48	0.17
12	Yang Xiao Yu	杨笑宇	Deputy General Manager	421,000	5.39	0.17
13	Sun Hong Lei	孙洪磊	Deputy General Manager	264,000	3.38	0.11
14	Zhang Li Wei	张立巍	Projects Department Head	145,000	1.86	0.06
15	Li Xue Feng	李学丰	Projects Department Manager	73,000	0.93	0.03
16	Ji Meng Chen	纪梦晨	Staff of the Office of the General Manager	66,000	0.84	0.03
17	Yu Tao	于涛	Projects Department Electrical Engineer	14,000	0.18	0.01
Summary				**7,818,000**	**100.00**	**3.17**