

## YORKSHINE HOLDINGS LIMITED

Registration No. 198902648H

Incorporated in the Republic of Singapore

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### PROPOSED SUBSCRIPTION OF SHARES IN ORGANIC BEER HONG KONG LIMITED

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The Board of Directors (the “**Board**”) of YORKSHINE HOLDINGS LIMITED (the “**Company**”) wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that on 20 July 2017, STAR PROMISE INVESTMENTS LIMITED (the “**Subscriber**”), a wholly-owned subsidiary of the Company, Mr. Sun Bao Gang (“**Mr. Sun**”), Ms. Wu Ching Man (“**Ms. Wu**”) and ORGANIC BEER HONG KONG LIMITED (the “**Target Company**”) entered into a Subscription and Shareholders’ Agreement (the “**Subscription Agreement**”), pursuant to which the Subscriber has conditionally agreed to subscribe, and the Target Company has conditionally agreed to issue and allot to the Subscriber, subject to fulfillment of certain conditions (the “**Conditions Precedent**”), new ordinary shares in the Target Company (representing 60% of the issued share capital of the Target Company immediately after the subscription) at the subscription price of HK\$8,000,000.00 (the “**Proposed Subscription**”), which was determined based on various factors including the costs of acquisition or leasing of machinery and equipment necessary for the operation of the Business and as general working capital for the operation of the Business to the Target Company.

The Target Company is a private company incorporated in Hong Kong with 62% of its issued share capital held by Mr. Sun and 38% by Ms. Wu as at the date of the Subscription Agreement. The Target Company is engaged in manufacturing of draft beer in Hong Kong for local consumers. Upon completion of the Proposed Subscription (the “**Completion**”), the Target Company will be owned as to 60%, 24.8% and 15.2% by Subscriber, Mr. Sun and Ms. Wu respectively. Mr. Sun has more than 30 years of experience in beer production business.

The Board is of the view that the Proposed Subscription is in the best interests of the Company and its shareholders. The Target Company will be the first brewery of additive-free beer in Hong Kong, and the board believes this is a viable investment opportunity.

The subscription price will be satisfied in cash and will be funded by internal resources.

The Target Company was incorporated on 4 August 2016 and remains inactive since its incorporation where there is no significant assets. The subscription price is not expected to have any material impact on the consolidated net tangible assets per shares and consolidated earnings per share of the Company for the current financial year ending 30 April 2018. No valuation was conducted on the Target Company.

As Completion is subject to the fulfillment or, where applicable, waiver of the Conditions Precedent as set out in the Subscription Agreement, the Proposed Subscription may or may not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the shares of the Company.

None of the directors or controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Subscription, save for their interests in the shares of the Company (if any).

The Company will make further announcement(s) to keep Shareholders and potential investors informed of new development regarding the Proposed Subscription as and when appropriate.

### BY ORDER OF THE BOARD

Zhu Jun  
Executive Chairman and Executive Director  
20 July 2017