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JOLIMARK HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2028)

**(1) COMPLETION OF TOP-UP PLACING OF EXISTING SHARES AND
SUBSCRIPTION OF NEW SHARES;
AND
(2) UPDATE ON THE STATUS OF THE PUBLIC FLOAT OF THE
COMPANY**

Placing Agent



The Board is pleased to announce that completion of the Placing and the Subscription took place on 24 January 2017 and 26 January 2017, respectively, in accordance with the terms and conditions of the Placing and Subscription Agreement.

Reference is made to the announcement of the Company dated 19 January 2017 in relation to the Placing and the Subscription (“**Announcement**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

**COMPLETION OF TOP-UP PLACING OF EXISTING SHARES AND SUBSCRIPTION OF
NEW SHARES**

The Board is pleased to announce that completion of the Placing and the Subscription took place on 24 January 2017 and 26 January 2017, respectively. Pursuant to the terms and conditions of the Placing and Subscription Agreement, an aggregate of 18,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six places at the Placing Price of HK\$1.65 per Placing Share. To the best of the Directors’ knowledge, information and belief and having made

all reasonable enquiries, the placees (and their beneficial owners, where applicable) are (i) independent of, not connected with and not acting in concert with or directly or indirectly funded by any of the Vendor or its concert parties; (ii) not connected persons of the Company and are independent of and not connected with the Company, the directors, chief executive or substantial shareholders of the Company or its subsidiaries, or any of their respective associates; and (iii) have not become substantial shareholders of the Company immediately following the Placing.

The shareholding structure of the Company (a) as at the date of the Placing and Subscription Agreement; (b) immediately after the completion of the Placing but before the Subscription; and (c) immediately after the completion of the Placing and the Subscription are as follows:

Shareholders	Shareholding as at the date of this announcement		Shareholding immediately after completion of the Placing but before the Subscription		Shareholding immediately after completion of the Placing and the Subscription	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
The Vendor	417,721,533	65.40	399,721,533	62.58	417,721,533	63.61
Kent C. McCarthy	73,637,120	11.53	73,637,120	11.53	73,637,120	11.21
Placees	–	–	18,000,000	2.82	18,000,000	2.74
Public shareholders	<u>147,367,347</u>	<u>23.07</u>	<u>147,367,347</u>	<u>23.07</u>	<u>147,367,347</u>	<u>22.44</u>
Total	<u>638,726,000</u>	<u>100.00</u>	<u>638,726,000</u>	<u>100.00</u>	<u>656,726,000</u>	<u>100.00</u>

RESTORATION OF PUBLIC FLOAT

Reference is made to the announcements of the Company dated 21 December 2016 and 19 January 2017 in relation to the lack of public float of the Company.

Immediately upon completion of the Placing and the Subscription, approximately 25.18% of the Shares was held by the public. As public shareholders are holding more than 25% interest in the Company, the public float of the Company has been restored and the Company is in compliance with the minimum public float requirement under Rule 8.08 of the Listing Rules.

By order of the Board of
Jolimark Holdings Limited
Au Kwok Lun
Director

Hong Kong, 26 January 2017

As at the date of this announcement, the executive directors of the Company are Mr. Au Pak Yin, Mr. Au Kwok Lun and Mr. Ou Guo Liang, and the independent non-executive directors of the Company are Mr. Lai Ming, Joseph, Mr. Meng Yan, Mr. Xu Guangmao and Mr. Yeung Kwok Keung.