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PHOENITRON

PHOENITRON HOLDINGS LIMITED

品創控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8066)

COMPLETION OF SUBSCRIPTION OF NEW SHARES

Reference is made to the announcement of the Company dated 9 May 2017 (the “Announcement”) in relation to, among others, the Subscriptions of 75,000,000 new Subscription Shares by the Subscribers at the Subscription Price of HK\$0.20 per Subscription Share. Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as those defined in the Announcement.

The Company is pleased to announce that completion of the Subscriptions has taken place on 5 June 2017 pursuant to the terms of the Subscription Agreements and all the 75,000,000 Subscription Shares have been issued and allotted to the Subscribers in accordance with the terms and conditions of the Subscription Agreements.

CHANGES IN SHAREHOLDING STRUCTURE

The changes of the shareholding structure of the Company as a result of completion of the Subscriptions are as follows:

	Immediately before completion of the Subscriptions		Immediately after completion of the Subscriptions	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Best Heaven Limited (<i>Note 1</i>)	31,586,500	8.39	31,586,500	7.00
Golden Dice Co., Ltd. (<i>Note 1</i>)	51,927,512	13.80	51,927,512	11.51
<i><u>Public Shareholders</u></i>				
First Subscriber	—	—	20,500,000	4.54
Second Subscriber and its associate (<i>Note 2</i>)	5,074,250	1.35	22,074,250	4.89
Third Subscriber	4,633,750	1.23	22,133,750	4.90
Fourth Subscriber	430,000	0.11	20,430,000	4.53
Other public Shareholders	282,640,488	75.12	282,640,488	62.63
	<u>376,292,500</u>	<u>100.00</u>	<u>451,292,500</u>	<u>100.00</u>

Note:

1. Best Heaven Limited and Golden Dice Co., Ltd. are wholly-owned by Mr. Tsai Chi Yuan.
2. The entire issued share capital of the Second Subscriber is wholly and beneficially owned by Ms. Lin Chin Hung. Therefore, Ms. Lin Chin Hung is regarded as an associate of the Second Subscriber.

By order of the Board
Phoenitron Holdings Limited
Chang Wei Wen
Executive Director

Hong Kong, 5 June 2017

As at the date of this announcement, the Board comprises three executive Directors, Ms. Lily Wu (Chairman and Chief Executive Officer), Mr. Chang Wei Wen and Mr. Yang Meng Hsiu, and three independent non-executive Directors, Ms. Wong Ka Wai, Jeanne, Mr. Leung Ka Kui, Johnny and Mr. Chan Siu Wing, Raymond.

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 in this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website (www.hkgem.com) and the Company's website at www.phoenitron.com for at least 7 days from its date of posting.