

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



SHIFANG HOLDING LIMITED

十方控股有限公司

(incorporated in the Cayman Islands and re-domiciled and continued in Bermuda with limited liability)

(Stock code: 1831)

**CAPITAL REORGANISATION BECOMING EFFECTIVE;
AND
CHANGE OF BOARD LOT SIZE**

Reference is made to (i) the circular (the “**Circular**”) of ShiFang Holding Limited (the “**Company**”) dated 1 February 2019 in relation to, among other things, the Change of Domicile, the Adoption of New Memorandum of Continuance and Bye-laws, the Cancellation of Share Premium Account, the Capital Reorganisation and the Change of Board Lot Size (collectively, the “**Reorganisation**”); (ii) the announcement of the Company dated 25 February 2019 in relation to, among other things, the poll results of the EGM held on 25 February 2019; (iii) the announcement of the Company dated 8 March 2019 (the “**Revised Timetable Announcement**”) in respect of the revised expected timetable relating to the Reorganisation; and (iv) the announcement of the Company dated 19 March 2019 in relation to, among other things, the Change of Domicile, the change of principal registrar and registered office and the Adoption of New Memorandum of Continuance and Bye-laws. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as defined in the Circular.

CAPITAL REORGANISATION BECOMING EFFECTIVE

The Board is pleased to announce that all conditions precedent to the Capital Reorganisation have been fulfilled. According to the special resolution numbered 3 as set out in the notice of the EGM dated 1 February 2019 and as approved by Shareholders at the EGM held on 25 February 2019, the Capital Reorganisation shall become effective from 9:00 a.m. (Hong Kong time) on the 21st day (if it is not a business day in Hong Kong, the immediately following business day in Hong Kong) after the effective date of the Change of Domicile in Hong Kong time. As the Change of Domicile took effect on Tuesday, 19 March 2019 (Hong Kong time), the Capital Reorganisation shall take effect from 9:00 a.m. (Hong Kong time) on Wednesday, 10 April 2019.

FREE EXCHANGE OF SHARE CERTIFICATES

Shareholders may, on or after Wednesday, 10 April 2019 until Monday, 27 May 2019 (both days inclusive), submit share certificates for the Existing Shares to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, to exchange, at the expense of the Company, for new share certificates for the New Shares, on the basis of four 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 Monday, 27 May 2019, 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 blue in color so as to be distinguished from the existing share certificates which are grey in color.

CHANGE OF BOARD LOT SIZE

Upon the Capital Reorganisation becoming effective on 10 April 2019 (Hong Kong time), the board lot size for trading in the Shares will be changed from 1,000 Existing Shares to 10,000 New Shares each.

ODD LOT ARRANGEMENTS

In order to facilitate the trading of odd lots (if any) of the New Shares arising from the Capital Reorganisation and the Change of Board Lot Size, the Company has appointed Astrum Capital Management 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 during the period from 9:00 a.m. on Friday, 26 April 2019 to 4:00 p.m. on Monday, 20 May 2019. Shareholders who wish to take advantage of this service should contact Mr. Cyrus Ho of Astrum Capital Management Limited at Room 2704, 27/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong or at telephone number (852) 3665-8160 during office hours of such period.

Shareholders with odd lots 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. Shareholders who are in doubt about this service are recommended to consult their professional advisers.

Shareholders and potential investors should refer to the expected timetable as set out in the Revised Timetable Announcement dated 8 March 2019 for the dates relating to the trading arrangement, arrangement of free exchange of share certificates and matching services for odd lots in connection with the Capital Reorganisation.

By order of the Board
ShiFang Holding Limited
Siuming Tsui

Executive Director and Chief Executive Officer

Hong Kong, 9 April 2019

As at the date of this announcement, the executive Directors are Mr. Siuming Tsui (Chief Executive Officer), Mr. Chen Zhi and Mr. Yu Shi Quan; the non-executive Directors are Mr. Chen Wei Dong and Ms. Chen Min; and the independent non-executive Directors are Mr. Zhou Chang Ren, Mr. Wong Heung Ming, Henry, and Mr. Cai Jian Quan.