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*Unless otherwise defined, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 20 May 2016 (the “**Prospectus**”) issued by Ever Smart International Holdings Limited (the “**Company**”)*

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus carefully for detailed information about the Placing described below before deciding whether or not to invest in the Placing Shares thereby being offered.



EVER SMART INTERNATIONAL HOLDINGS LIMITED

永駿國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

**LISTING ON THE GROWTH ENTERPRISE MARKET
OF THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF PLACING**

Number of Placing Shares	:	120,000,000 Placing Shares
Placing Price	:	HK\$0.50 per Placing Share (plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, payable in full on application)
Nominal value	:	HK\$0.01 each
Stock code	:	8187

Sole Bookrunner and Sole Lead Manager

 **KINGSTON SECURITIES**

Sole Sponsor

 **KINGSTON CORPORATE FINANCE**

Printed copies of the Prospectus as required under the GEM Listing Rules and the Companies (Winding up and Miscellaneous Provisions) Ordinance are available, for information purposes only, at the offices of Kingston Corporate Finance Limited and Kingston Securities Limited at Suite 2801, 28th Floor, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong, during normal office hours from 9:00 a.m. to 5:00 p.m. from Friday, 20 May 2016 up to Thursday, 26 May 2016 (both dates inclusive and for business days only).

The Company is offering 120,000,000 Placing Shares for subscription by way of placing at the Placing Price, on and subject to the terms and conditions as set out in the Underwriting Agreement and the Prospectus. The 120,000,000 Placing Shares shall represent 25% of the Company's enlarged issued share capital immediately after completion of the Placing and the Capitalisation Issue (but without taking into account of any Shares which may be allotted and issued upon the exercise of options that may be granted under the Share Option Scheme). The Underwriters, on behalf of the Company, will conditionally place 120,000,000 Placing Shares at the Placing Price to selected professional, institutional and other investors in Hong Kong.

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Placing and upon the exercise of any options which may be granted under the Share Option Scheme.

Subject to the granting by the Stock Exchange for the listing of, and permission to deal in, the Shares on GEM as mentioned in the Prospectus and the compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or, under contingent situation, on any other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

Application for the Placing Shares will only be considered on the basis of the terms and conditions as stated in the Prospectus.

The Placing is conditional upon the fulfillment of the conditions set forth in the section headed "Structure and conditions of the Placing – The structure of the Placing – Conditions of the Placing" of the Prospectus. In the event that such conditions are not fulfilled or (where applicable) waived in accordance with the terms and conditions of the Underwriting Agreement on or before the dates and times specified in the Prospectus, the Placing will lapse and all monies received will be refunded to applicants of the Placing Shares without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the Stock Exchange's website at www.hkexnews.hk and the Company's website at esmart.hk on the next business day following the date of such lapse.

The Placing Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreement. Potential investors of the Placing Shares should note that the Sole Sponsor and the Sole Bookrunner (for itself and on behalf of the Underwriters) have the absolute right, upon giving notice in writing to the Company, terminate the Underwriting Agreement with immediate effect if any of the events set forth in the section headed “Underwriting – Underwriting arrangements and expenses – Grounds for termination” in the Prospectus occurs at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, which is expected to be Monday, 30 May 2016.

The Placing Price is HK\$0.50 per Placing Share.

No receipt will be issued for application monies paid. The Company will not issue temporary documents of title. All share certificates will only become valid certificates of title when the Placing has become unconditional in all respects and the Underwriting Agreement has not been terminated in accordance with its terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

The announcement of the level of indications of interest in the Placing will be published on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at esmart.hk on Friday, 27 May 2016.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. (Hong Kong time) on Monday, 30 May 2016. Shares will be traded in board lots of 5,000 each. The stock code for the Shares is 8187.

By order of the Board
Ever Smart International Holdings Limited
Ho Kin Wai
Executive Director

Hong Kong, 20 May 2016

As at the date of this announcement, the executive Directors are Mr. Ho Kin Wai and Mr. Ho Kin Pong, and the independent non-executive Directors are Mr. Yuen Poi Lam William, Mr. Lu Tak Ming and Mr. Lee Tat Yin Rick.

This announcement, for which the Directors jointly and severally 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 matters the omission of which would make any statement in this announcement misleading.

This announcement and a copy of the Prospectus will remain on the Stock Exchange’s website at www.hkexnews.hk and in the case of this announcement, on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at esmart.hk.