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## **GREATERCHINA PROFESSIONAL SERVICES LIMITED**

**漢華專業服務有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8193)**

### **COMPLETION OF DISCLOSEABLE TRANSACTION IN RELATION TO ACQUISITION OF SHARES OF TARGET COMPANY**

The Company is pleased to announce that all the conditions precedent to the Completion have been satisfied and the Completion took place on 28 August 2014.

Pursuant to the SPA, the Purchaser has procured the allotment and issue of 100,000,000 Consideration Shares, credited as fully paid, at an issue price of HK\$0.39 per Consideration Share to the Vendor for the satisfaction of the total consideration in the sum of HK\$39,000,000 for the Acquisition on the Completion Date.

Reference is made to the announcement of GreaterChina Professional Services Limited (the “**Company**”) dated 12 August 2014 (the “**Announcement**”) in respect of the acquisition of the Target Company. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

### **COMPLETION OF THE ACQUISITION**

The Company is pleased to announce that all the conditions precedent to the Completion have been satisfied and the Completion took place on 28 August 2014. Pursuant to the SPA, the Purchaser has procured the allotment and issue of 100,000,000 Consideration Shares, credited as fully paid, at an issue price of HK\$0.39 per Consideration Share to the Vendor for the satisfaction of the total consideration in the sum of HK\$39,000,000 for the Acquisition on the Completion Date.

\* *For identification purposes only*

## SHAREHOLDING STRUCTURE OF THE COMPANY

The Consideration Shares represent approximately 11.67% of the issued share capital of the Company as enlarged by the issue of Consideration Shares. The table below sets out the change in the shareholding structure of the Company as a result of the issue of the Consideration Shares to the Vendor:

	As at the date of this announcement		Immediately after the allotment and issue of the Consideration Shares	
	Number of Shares	%	Number of Shares	%
Mr. Ip Kwok Kwong ( <i>Note 1</i> )	310,850,000	41.07	310,850,000	36.27
Ms. Cheung	—	—	100,000,000	11.67
<b>Public Shareholders</b>				
Mr. Au-Yang Cheong Yan, Peter ( <i>Note 2</i> )	100,000	0.01	100,000	0.01
Mr. Wu Chi Keung ( <i>Note 2</i> )	300,000	0.04	300,000	0.04
Other public Shareholders	<u>445,710,000</u>	<u>58.88</u>	<u>445,710,000</u>	<u>52.01</u>
Total	<u>756,960,000</u>	<u>100</u>	<u>856,960,000</u>	<u>100</u>

*Notes:*

- 310,850,000 Shares were held by Brilliant One Holdings Limited which was wholly-owned by GCA Professional, formerly known as Genius Ideas International Ltd. GCA Professional was owned as to 51% by Smart Pick. Smart Pick was owned as to 89.61% by GC Holdings Limited which was wholly-owned by Mr. Ip Kwok Kwong, an executive Director.
- Mr. Au-Yang Cheong Yan, Peter and Mr. Wu Chi Keung resigned as the independent non-executive Directors with effect from 2 July 2014.

Following the Completion, the Company indirectly holds (through the Purchaser) 30% of the total issued share capital of the Target Company as at the date of this announcement.

By order of the Board  
**GreaterChina Professional Services Limited**  
**Ip Kwok Kwong**  
*Executive Director*

Hong Kong, 28 August 2014

*As at the date of this announcement, the Board comprises one executive Director, namely Mr. Ip Kwok Kwong and three independent non-executive Directors, namely Ms. Ng See Wai, Rowena, Mr. Tso Ping Cheong, Brian and Mr. Yip Chung Wai, David.*

*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 herein or this announcement misleading.*

*This announcement will remain on the website of GEM at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement will also be published and remains on the website of the Company at [www.gca.com.hk](http://www.gca.com.hk).*