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Seamless Green China (Holdings) Limited
無縫綠色中國(集團)有限公司

(Incorporated in the Cayman Islands and re-domiciled and continued in Bermuda with limited liability)
(Stock Code: 8150)

CHANGE OF AUDITOR

This announcement is made by the board of directors (the “**Board**”) of Seamless Green China (Holdings) Limited (the “**Company**”) pursuant to Rule 17.50(4) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”).

At the annual general meeting of the Company held on 29 June 2012 (“**AGM**”), the resolution for re-appointment of Pan-China (H.K.) CPA Limited (“**Pan-China**”) as the Company’s auditors has not been passed by the shareholders of the Company. Thus, Pan-China ceased to be the Company’s auditors at the conclusion of the AGM on 29 June 2012.

Pan-China has confirmed in writing that there are no matters in relation to its cessation to act as the Company’s auditors that need to be brought to the attention of the shareholders of the Company.

The Board announces that Elite Partners CPA Limited has been appointed as the new auditors of the Company with effect from 13 July 2012 to fill the vacancy left by Pan-China and to hold office until the conclusion of the next annual general meeting of the Company.

The Board is not aware of any other matters in relation to the change of auditor that need to be brought to the attention of the shareholders of the Company. The Board and the audit committee of the Company have also confirmed that there are no disagreements or outstanding matters between the Company and Pan-China.

The Board would like to extend its sincere gratitude to Pan-China for its professional and quality services provided to the Company during the past years.

By Order of the Board
Seamless Green China (Holdings) Limited
Chan Ka Ming
Chairman

Hong Kong, 16 July 2012

As at the date of this announcement, the Board comprises:

- (1) Mr. Chan Ka Ming, as an executive director;
- (2) Mr. Nee, Henry Pei Ching, as an executive director;
- (3) Mr. Ho Chun Kit Gregory, as an executive director;
- (4) Mr. Tam Chak Chi, as an executive director;
- (5) Mr. Ng Kai Shing, as an independent non-executive director;
- (6) Mr. Jal Nadirshaw Karbhari, as an independent non-executive director; and
- (7) Ms. Chan Sze Man, as an independent non-executive director.

*This announcement, for which the directors of the Company (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 “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of this posting and on the website of the Company at <http://www.victoryhousefp.com/lchp/8150.html>.