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名軒(中國)控股有限公司

Noble House (China) Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8246)

HIGH CONCENTRATION OF SHAREHOLDING

This announcement is made at the request of the Stock Exchange in respect of the concentration of the shareholding of the Company in the hands of a limited number of Shareholders as at 20 August 2015.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in respect of the concentration of the shareholding of Noble House (China) Holdings Limited (the “**Company**”) in the hands of a limited number of shareholders of the Company (the “**Shareholders**”) as at 20 August 2015.

HIGH CONCENTRATION OF SHAREHOLDING

The Company noted an announcement has been published by the Securities and Futures Commission (the “**SFC**”) on 28 August 2015 (the “**SFC Announcement**”).

As disclosed in the SFC Announcement:

The SFC has recently completed an enquiry into the shareholding of the Company. The SFC's findings indicated that as at 20 August 2015, 14 Shareholders held an aggregate of 123,652,000 shares of the Company (the "Shares"), representing 28.81% of the issued Shares. Such shareholding, together with 267,040,000 Shares (representing 62.22% of the issued Shares) held by 4 substantial Shareholders of the Company, represented 91.03% of the issued Shares as at 20 August 2015. Therefore, only 38,468,000 Shares (representing 8.97% of the issued Shares) were held by other Shareholders.

As at 20 August 2015, the shareholding structure of the Company was as follows:

	Number of Shares held (Shares)	% of total number of issued Shares (%)
Blossom Merit Limited (<i>Note 1, 5</i>)	103,040,000	24.01
Depot Up Limited (<i>Note 2</i>)	80,000,000	18.64
Uprise Global Investments Limited (<i>Notes 3, 5</i>)	56,000,000	13.05
Rosy Deal Group Limited (<i>Note 4</i>)	28,000,000	6.52
A group of 14 Shareholders	123,652,000	28.81
Other Shareholders	38,468,000	8.97
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Total	<u>429,160,000</u>	<u>100.00</u>

Notes:

1. Blossom Merit Limited is owned as to 90% by Chan Tai Neng, an executive director of the Company, and as to 10% by Cheung Chi Keung, a former executive director of the Company.
2. Depot Up Limited is wholly owned by Song Zhicheng.
3. Uprise Global Investments Limited is wholly-owned by Lin Min, Mindy, an executive director and chairman of the Company.
4. Rosy Deal Group Limited is wholly-owned by Miao Kunyu.
5. On 27 August 2015, the Company announced that Blossom Merit Limited had disposed 56,000,000 Shares to Smart Lane Global Limited, a company indirectly wholly-owned by Hu Yishi, the spouse of Lin Min, Mindy. Upon completion of this disposal on 27 August 2015, Blossom Merit Limited held 47,040,000 Shares, representing 10.96% of the issued Shares while Smart Lane Global Limited held 56,000,000 Shares, representing 13.05% of the issued Shares. Hu Yishi was appointed as an executive director and executive chairman of the Company with effect from 27 August 2015.

During the period from 1 June 2015 to 20 August 2015, closing price of the Shares increased by 283.0% from HK\$1.35 to HK\$5.17.

On 11 August 2015, the Company announced the interim results for the 6 months ended 30 June 2015, reporting a loss of RMB11.8 million for the 6 months ended 30 June 2015 compared with a loss of RMB13.5 million for the same period in the last financial year.

As at 27 August 2015, the Shares closed at HK\$4.91, representing an increase of 263.7% from the closing price of HK\$1.35 on 29 May 2015.

The board of directors of the Company (the “**Board**”) wishes to clarify that the above information is extracted from the SFC Announcement and that the Board has not verified such information.

PUBLIC FLOAT

Based on the information available and to the best knowledge of the Board after making all reasonable enquiries, the Company confirms that not less than 25% of the issued Shares are held in public hands as at 20 August 2015 and the date of this announcement, and the Company has maintained a sufficient public float as required under the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.

By order of the Board
Noble House (China) Holdings Limited
Chan Wing Yuen, Hubert
Chief executive officer and executive director

Hong Kong, 28 August 2015

As at the date of this announcement, the executive directors are Mr. Hu Yishi, Ms. Lin Min, Mindy, Mr. Chan Wing Yuen, Hubert, Ms. Kwong Wai Man, Karina and Mr. Chan Tai Neng; and the independent non-executive directors are Mr. Lui Tin Nang, Ms. Ma Lee and Mr. Wang Zhi Zhong.

This announcement, for which the directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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 GEM website at www.hkgem.com 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 will also be published on the Company’s website at www.8246hk.com