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KEE Holdings Company Limited

開易控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2011)

**DESPATCH OF CIRCULAR FOR
(1) MAJOR AND CONNECTED TRANSACTIONS,
CONTINUING CONNECTED TRANSACTIONS AND SPECIAL DEALS;
AND
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

Reference is made to the announcement jointly published by the Company and Glory Emperor Trading Limited on 9 November 2015 in respect of, among other matters, the Disposal Agreements, Lease Agreements and Shareholders' Agreement (as special deals (the "**Special Deals**")) for the purpose of Rule 25 of the Takeovers Code and connected transactions or continuing connected transactions for the purpose of Chapter 14A of the Listing Rules), and the Offers (the "**Joint Announcement**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

The Board is pleased to announce that the circular containing, among other things, (i) details of the Special Deals, the Disposal Agreements, the Lease Agreements and the Shareholders' Agreement; (ii) the recommendation from the Code IBC and the Listing Rules IBC to the Independent Shareholders on the terms of the Special Deals, the Disposal Agreements, the Lease Agreements and the Shareholders' Agreement and as to voting at the EGM; (v) the letter of advice of BOSC International to the Code IBC, the Listing Rules IBC and the Independent Shareholders on the terms of the Special Deals, the Disposal Agreements, Lease Agreements and the Shareholders' Agreement and as to voting at the EGM; (vi) the valuation reports relating to the property interests held by the Group; (vii) a notice convening the EGM; and (viii) other information required under the Listing Rules and the Takeovers Code has been despatched to the Shareholders on 21 December 2015.

The EGM will be held at Room 632-633, 6/F, Kowloonbay International Trade & Exhibition Centre, 1 Trademart Drive, Kowloon Bay, Kowloon, Hong Kong on Friday, 8 January 2016 at 11:00 a.m., details of which are set out in the notice of EGM contained in the circular.

Shareholders of the Company are advised to review the circular and in particular the recommendation of the Code IBC and the Listing Rules IBC and the letter of advice of BOSCO International contained in the circular, before making any voting decision at the EGM. If any shareholder of the Company would like to appoint proxy to attend the EGM, the instructions printed on the proxy form must be strictly complied with.

By Order of the Board
KEE Holdings Company Limited
Xu Xipeng
Chairman

Hong Kong, 21 December 2015

As at the date of this announcement, the executive Directors are Mr. Xu Xipeng, Mr. Xu Xinan and Mr. Chow Hoi Kwang, Albert; the non-executive Director is Mr. Yang Shaolin; and the independent non-executive Directors are Mr. Lin Bin, Mr. Kong Hing Ki and Mr. Tam Yuk Sang, Sammy.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.