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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)**

**MAJOR TRANSACTION IN RELATION TO  
DISPOSAL OF THE ENTIRE EQUITY INTEREST IN  
NEO OCEAN VENTURES LIMITED AND WRITTEN SHAREHOLDERS'  
APPROVAL UNDER RULE 14.44**

Reference is made to the announcement of KEE Holdings Company Limited (the “**Company**”) dated 18 July 2017 (the “**Announcement**”) in relation to the disposal of the entire share capital of Neo Ocean Ventures Limited. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

As the Acquisition constitutes a major transaction of the Company under Chapter 14 of the Listing Rules, it is subject to the reporting, announcement, circular and Shareholders’ approval requirements under Chapter 14 of the Listing Rules. Pursuant to Rule 14.44 of the Listing Rules, in lieu of holding a general meeting, the Company has obtained written Shareholders’ approval of the Disposal, the Disposal Agreement and the transactions contemplated thereunder from Glory Emperor, a Shareholder which is holding 326,089,600 Shares, representing approximately 70.16% of the total number of the issued Shares as at the date of this announcement.

As the conditions set out in Rule 14.44 of the Listing Rules are satisfied, no extraordinary general meeting of the Company will be convened for the Shareholders’ approval of the Disposal, the Disposal Agreement and the transactions contemplated thereunder pursuant to Rule 14.44 of the Listing Rules.

Pursuant to Rule 14.41(a) of the Listing Rules, a circular containing, amongst other things, information in relation to the Disposal, the Disposal Agreement and the transactions contemplated thereunder is required to be despatched to the Shareholders for their information with 15 business days after the publication of the Announcement, which is on or before 8 August 2017. As additional time is required for the Company to prepare and finalise certain information relating to indebtedness statements and working capital sufficiency for inclusion in the circular, the Company intends to apply to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules to delay the despatch of the circular.

By Order of the Board  
**KEE Holdings Company Limited**  
**Wu David Hang**  
*Chairman*

Hong Kong, 3 August 2017

*As at the date of this announcement, the directors of the Company are:*

*Executive Directors:*

Mr. Wu David Hang

Ms. Feng Xiaoying

*Independent non-executive Directors:*

Mr. Yau Pak Yue

Mr. Tse Calvin Kai Chuen

Mr. Leung Ka Tin