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GTI HOLDINGS LIMITED

共享集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3344)

VOLUNTARY ANNOUNCEMENT

MEMORANDA OF UNDERSTANDING IN RELATION TO THE PROPOSED CAPITAL INJECTION INTO TWO COMPANIES

This is a voluntary announcement made by the GTI Holdings Limited (the “**Company**”).

The board of directors of the Company (the “**Board**”) is pleased to announce that on 12 June 2018 (after trading hours), the Company, through its subsidiary, entered into:

- (a) a non-legally binding memorandum of understanding (the “**MOU I**”) with a limited liability company established in the PRC (the “**Target Company I**”) and its shareholders in relation to a proposed capital injection, pursuant to which the Company intends to inject capital into the Target Company I to subscribe for certain percentage (subject to further negotiation) of the registered capital of the Target Company I (the “**Proposed Capital Injection I**”); and
- (b) a non-legally binding memorandum of understanding (the “**MOU II**”) with a limited liability company established in the PRC (the “**Target Company II**”) and its shareholders in relation to a proposed capital injection, pursuant to which the Company intends to inject capital into the Target Company II to subscribe for certain percentage (subject to further negotiation) of the registered capital of the Target Company II (the “**Proposed Capital Injunction II**”).

The Target Company I principally engages in the business of financial technology. By leveraging the blockchain technology, it operates an online intermediary platform for providing microcredit information through the internet to enable the small businesses and individuals to access to a wide range of affordable, high quality financial products and services, including but not limited to microcredit, supply chain credit and assets backing credit that meet their needs.

The Target Company II principally engages in the business of Internet of Things technology. It mainly operates an online supply chain platform built on blockchain technology for shared economy with a particular focus on agricultural industry.

The Company and its subsidiaries (the “**Group**”) have been seeking business development/investment opportunities from time to time in order to diversify its business and enhance the long-term growth potential of the Group. Given the promising prospects in the online economy, the Board considers the Proposed Capital Injection I and the Proposed Capital Injection II as good opportunities (i) to broaden the Group’s source of income; and (ii) to diversify into a promising and fast-growing industry.

The Company is still in the course of negotiation of the detailed terms of the Proposed Capital Injection I and Proposed Capital Injection II. If formal agreements are entered into between the Company and the relevant parties, the transaction(s) may constitute discloseable transaction of the Company under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Company will comply with all relevant requirements under the Listing Rules in due course.

The MOU I and MOU II may or may not lead to the entering into and/or completion of any formal agreement(s) and the Proposed Capital Injection I and/or the Proposed Capital Injection II may not materialize. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
GTI Holdings Limited
Poon Sum

Chairman and Executive Director

Hong Kong, 12 June 2018

As at the date of this announcement, the Board comprises (i) Mr. Poon Sum (Chairman) and Mr. Cheung Tat Chung (Chief Executive Officer), as executive Directors; and (ii) Mr. Chan Shu Kin, Dr. Tse Kwok Sang and Mr. Chiu Wai Piu as independent non-executive Directors.