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**偉祿集團控股有限公司**  
REALORD GROUP HOLDINGS LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 1196)**

**FULFILLMENT OF THE FY2016 TARGET PROFIT  
IN RELATION TO  
THE VERY SUBSTANTIAL ACQUISITION  
ENTERED INTO ON 5 SEPTEMBER 2016**

Reference is made to the announcements of Realord Group Holdings Limited (the “**Company**”) dated 5 September 2016, 30 December 2016, 28 February 2017 and 31 May 2017 and the circular of the Company dated 25 January 2017 (the “**Circular**”) in relation to, among other things, the acquisition of 60% of the issued share capital of Realord Environmental Protection Industrial Company Limited (formerly known as Top Eagle International Trading Limited). Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

**FULFILLMENT OF THE FY 2016 TARGET PROFIT**

In accordance with the terms of the Acquisition Agreement and as disclosed in the Circular, the Company shall as part of the Consideration allot and issue 750,000 Consideration Shares to the Vendor or its nominee(s) within 10 Business Days following the Purchaser and the Vendor agreeing in writing that the Qualified Profit of the Target Group, being the consolidated net profit after tax of the Target Group after excluding any (i) gain on bargain purchase; and (ii) revaluation gains or losses of properties and the associated deferred tax charged to the statement of profit or loss (the “**Excluded P&L Items**”), for the financial year ended 31 December 2016 (the “**FY2016**”) was not less than HK\$15,000,000 (the “**FY2016 Target Profit**”).

The Board announces that based on the audited consolidated financial statements of the Target Group for the FY2016 prepared in accordance with the Hong Kong Financial Reporting Standards, there was no Excluded P&L Items for the Target Group for the FY2016 and the Purchaser and the Vendor agreed on 31 August 2017 that the Qualified Profit of Target Group for the FY2016 amounted to approximately HK\$29,257,000. Accordingly, the FY2016 Target Profit has been fulfilled and the Company shall allot and issue 750,000 Consideration Shares to the Vendor on or about 8 September 2017.

## SHAREHOLDING STRUCTURE OF THE COMPANY

The following table illustrates the shareholding structure of the Company (i) as at the date of this announcement; and (ii) immediately after the allotment and issuance of 750,000 Consideration Shares in accordance to the terms of the Acquisition Agreement (assuming that there is no other change in the issued share capital of the Company since the date of this announcement):

	As at the date of this announcement		Immediately after the allotment and issuance of 750,000 Consideration Shares (assuming that there is no other change in the issued share capital of the Company since the date of this announcement)	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Manureen Holdings Limited ( <i>note</i> )	790,001,518	68.7	790,001,518	68.6
The Vendor	–	–	750,000	0.1
Public Shareholders	359,999,880	31.3	359,999,880	31.3
Total	<u>1,150,001,398</u>	<u>100.0</u>	<u>1,150,751,398</u>	<u>100.0</u>

*Note:* As at the date of this announcement, Manureen Holdings is owned as to 70% and 30% by Dr. Lin and Madam Su respectively, both of whom are executive Directors.

By order of the Board  
**Realord Group Holdings Limited**  
**Lin Xiaohui**  
*Chairman*

Hong Kong, 31 August 2017

*As at the date of this announcement, the executive Directors are Dr. Lin Xiaohui, Madam Su Jiaohua and Mr. Lin Xiaodong and the independent non-executive Directors are Mr. Yu Leung Fai, Mr. Fang Jixin and Dr. Li Jue.*