Geotech Holdings Ltd.
致浩達控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code : 1707)

INSIDE INFORMATION
DISPOSAL BY CONTROLLING SHAREHOLDER
AND
RESUMPTION OF TRADING

This announcement is made by Geotech Holdings Ltd. (the "**Company**") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

THE DISPOSAL

The board of directors (the "**Board**") of the Company was informed by Flourish Team Limited ("**Flourish Team**") that it had disposed of an aggregate of 313,000,000 shares of the Company (representing approximately 22.36% of the issued share capital of the Company) via a sole placing agent (the "**Placing Agent**") to 24 placees (the "**Placees**") on 13 July 2018 (in pre-open market) at a price of HK$0.32 per share of the Company (the "**Disposal**"). Flourish Team is one of the controlling shareholders of the Company and is owned as to approximately 48.98% by Mr. Yau Kin Wing Sino (being the chairman of the board of directors of the Company and an executive Director), approximately 2.04% by Mr. Kung Ho Man (being the chief executive officer of the Company and an executive Director) and approximately 48.98% by the late Mr. Cheung Ting Kam (being the former vice chairman of the Company and a former executive Director).

THE SHAREHOLDING STRUCTURE UPON COMPLETION OF THE DISPOSAL

Pursuant to a concert party deed dated 21 September 2017 (the "**Concert Party Deed**"), Mr. Yau Kin Wing Sino, Mr. Kung Ho Man, Ms. Tang Ka Wa Danise, Flourish Team and Double Wink Limited (the "**Concert Parties**") are parties acting in concert (having the meaning as ascribed thereto in the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong (the "**Takeovers Code**")) and the late Mr. Cheung Ting Kam was also a party to the aforementioned Concert Party Deed. They in aggregate held 75% of the total issued share capital of the Company as at the date of this announcement and prior to completion of the Disposal. Upon completion of the Disposal, the shareholding held by the Concert Parties in the Company decreased from 75% to approximately 52.64% of the issued share capital of the Company, and the Concert Parties remain as controlling shareholders of the Company.

The following is a summary of the shareholding structure of the Company immediately prior to the completion of the Disposal and upon completion of the Disposal:

	Shareholding immediately prior to completion of the Disposal		**Shareholding immediately upon completion of the Disposal**	
	Number of Shares held	*Approximate % of Shares in issue*	*Number of Shares held*	*Approximate % of Shares in issue*
Flourish Team Limited	1,027,000,000	73.4	714,000,000	51.0
Double Wink Limited	23,000,000	1.6	23,000,000	1.6
Public				
Placees	–	–	313,000,000	22.4
Other public shareholders	350,000,000	25.0	350,000,000	25.0
Total	**1,400,000,000**	**100.0**	**1,400,000,000**	**100.0**

THE PLACEES

To the best knowledge of the Board and having made all reasonable enquiries and as confirmed by the Placing Agent, the Placees (and, where applicable, their ultimate beneficial owners) are not connected persons (as defined in the Listing Rules) and are third parties independent of the Company.

The Company does not expect that the disposal of existing shares by Flourish Team as the controlling shareholder will have any adverse effect on the operations of the Company and its subsidiaries.

Shareholders of the Company and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

RESUMPTION OF TRADING

At the request of the Company, trading in the shares of the Company on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") was halted with effect from 10:28 a.m. on 13 July 2018 pending the release of this announcement. The Company has applied to the Stock Exchange for resumption of trading in the shares of the Company with effect from 9:00 a.m. on 16 July 2018.

By order of the Board
Geotech Holdings Ltd.
Yau Kin Wing Sino
Chairman and executive Director

Hong Kong, 13 July 2018

As at the date of this announcement, the Board comprises Mr. Yau Kin Wing Sino (Chairman), Mr. Kung Ho Man and Ms. Tang Ka Wa Danise as executive Directors, and Mr. Fung Chi Kin, Mr. Cheung Wai Lun Jacky and Mr. Chow Chun To as independent non-executive Directors.