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Time2U International Holding Limited

時間由你國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1327)

**COMPLETION OF PLACING OF EXISTING SHARES AND
SUBSCRIPTION OF NEW SHARES
AND
CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

Placing Agent



BLACK MARBLE

BLACK MARBLE SECURITIES LIMITED

Reference is made to the announcement of Time2U International Holding Limited (the “Company”) dated 5 August 2015 and 10 August 2015 (the “Announcements”) in relation to the Placing of 160,000,000 existing Shares and the Subscription of 160,000,000 new Shares pursuant to the Agreement. Unless otherwise stated, terms used herein shall have the same meanings as defined in the Announcements.

**COMPLETION OF PLACING OF EXISTING SHARES AND SUBSCRIPTION
OF NEW SHARES**

The Board is pleased to announce that all conditions of the Agreement have been fulfilled. The Placing was completed on 12 August 2015 and the Subscription was completed on 19 August 2015, pursuant to the Agreement, the Company has allotted and issued 160,000,000 Placing Shares to not less than six Placees who are independent third parties at HK\$0.40 per Placing Share and none of the Placees becomes a substantial Shareholder (as defined under the Listing Rules) of the Company upon completion of the Placing.

CHANGES OF SHAREHOLDING STRUCTURE

Shareholder	Note	Immediately before completion of the Placing and the Subscription		Immediately after completion of the Placing and the Subscription	
		No. of Shares	%	No. of Shares	%
Visual Wise	1	448,367,020	56.05	448,367,020	46.70
Public Shareholders					
The Places		—	—	160,000,000	16.67
Other shareholders		<u>351,632,980</u>	<u>43.95</u>	<u>351,632,980</u>	<u>36.63</u>
Total		<u>800,000,000</u>	<u>100</u>	<u>960,000,000</u>	<u>100</u>

Note:

1. These Shares are held by Visual Wise, which is wholly owned by Mr. Lin Zhiqiang, an executive Director and Chairmen of the Company, as 62% and by Ms. Yan Xiaotong, an executive Director and Chief Executive Officer of the Company, as to 38%. Mr. Lin and Ms. Yan are spouses to each other and they are deemed to be interested in the shares in which his/her spouse is interested.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board hereby announces that the principal place of business of the Company in Hong Kong has been changed to 21E YHC Tower, 1 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong with effect from 19 August 2015.

By the order of the Board
Time2U International Holding Limited
Lin Zhiqiang
Chairman and Executive Director

Hong Kong, 19 August 2015

As at the date of this notice, the executive Directors are Mr. Lin Zhiqiang, Ms. Yan Xiaotong, Mr. Dang Shuguo and Mr. See Ching Chuen; and the independent non-executive Directors are Mr. Chang Wei, Mr. Nie Xing and Mr. Yu Chon Man.