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Shentong Robot Education Group Company Limited

神通機器人教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8206)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of Shentong Robot Education Group Company Limited (the “**Company**”) dated 21 June 2017 in respect of the Subscriptions (the “**Announcement**”). Unless defined otherwise, capitalised terms used herein have the same meanings as those defined in the Announcement.

COMPLETION OF THE SUBSCRIPTIONS

The Board announces that all conditions of each of the Subscriptions have been fulfilled and the completion of the Subscriptions took place on 4 July 2017. A total of 240,000,000 Subscription Shares have been successfully subscribed by the Subscribers at the Subscription Price of HK\$0.45 per Subscription Share pursuant to the terms and conditions of the Subscription Agreements.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, each of the Subscribers is an Independent Third Party. Each of the Subscriber is not a substantial shareholder (as defined under the GEM Listing Rules) of the Company upon completion of the Subscriptions. The net proceeds from the Subscriptions, after deducting relevant expenses incurred in relation to the Subscription, amount to HK\$107.8 million, of which (i) approximately HK\$2.8 million will be applied for the general working capital of the Group; and (ii) approximately HK\$105 million will be applied for settlement of part of the consideration payable by the Company for partial repayment of the Service Fee.

SHAREHOLDING STRUCTURE OF THE COMPANY

The 240,000,000 Subscription Shares represent approximately (i) 14.50% of the issued share capital of the Company immediately before completion of the Subscriptions and (ii) approximately 12.66% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares.

The changes of the shareholding structure of the Company as a result of the Subscriptions are as follows:

Name of Shareholders	Immediately before the completion of the Subscriptions		Immediately after the completion of the Subscriptions	
	Number of Shares	Approximate %	Number of Shares	Approximate %
CCI (<i>Note 1</i>)	472,042,000	28.51	472,042,000	24.90
Yang Shao Hui	209,032,256	12.63	209,032,256	11.03
Friendly Capital Limited (<i>Note 2</i>)	109,900,000	6.63	109,900,000	5.80
Bao Yueqing (<i>Note 3</i>)	2,844,000	0.17	2,844,000	0.15
Public:				
First Subscriber	—	—	120,000,000	6.33
Second Subscriber	—	—	120,000,000	6.33
Other public Shareholders	<u>861,878,761</u>	<u>52.06</u>	<u>861,878,761</u>	<u>45.46</u>
	<u>1,655,697,017</u>	<u>100.00</u>	<u>1,895,697,017</u>	<u>100.00</u>

Notes:

1. CCI is wholly owned by CCC
2. Friendly Capital Limited is wholly-owned by Li Chungang
3. Bao Yueqing is a Director

By Order of the Board
Shentong Robot Education Group Company Limited
He Chenguang
Chairman

Hong Kong, 4 July 2017

As at the date of this announcement, the executive Directors of the Company are Mr. He Chenguang, and Mr. Bao Yueqing and the independent non-executive Directors are Mr. Yip Tai Him, Ms. Han Liqun and Ms. Zhang Li.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain at www.hkgem.com on the “Latest Company Announcements” page of the GEM website for at least 7 days from the date of its posting and on the website of the Group at www.srobotedu.com.