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## **Wan Kei Group Holdings Limited**

**宏基集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1718)**

## **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



**KINGSTON SECURITIES**

Reference is made to the announcement of Wan Kei Group Holdings Limited (the “**Company**”) dated 29 November 2016 (the “**Announcement**”) relating to the Placing. Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Announcement.

### **COMPLETION OF THE PLACING**

The Board is pleased to announce that all conditions set out in the Placing Agreement have been fulfilled. The Placing was completed on 16 December 2016 pursuant to which the Company has allotted and issued 160,000,000 Placing Shares at the Placing Price of HK\$0.86 per Placing Share to not less than six Placees.

To the best of Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners are third parties independent of and not connected with the Company and its connected persons. The net proceeds from the Placing, after deduction of commission and other expenses of the Placing, are approximately HK\$134.0 million and are intended to be used for developing a business regarding investment and financing services and for setting up a subsidiary with money lending licence.

## EFFECTS ON SHAREHOLDING STRUCTURE

The 160,000,000 Placing Shares represent (i) 20.00% of the issued share capital of the Company immediately before the completion of Placing; and (ii) approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares and as at the date of this announcement.

Set out below is the shareholding structure of the Company immediately before and after the completion of Placing:

	Immediately before the completion of the Placing		Immediately after the completion of the Placing and as at the date of this announcement	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
The Concert Parties ( <i>Note 1</i> )	340,920,000	42.62	340,920,000	35.51
Placees and other public Shareholders	<u>459,080,000</u>	<u>57.38</u>	<u>619,080,000</u>	<u>64.49</u>
Total	<u><u>800,000,000</u></u>	<u><u>100.00</u></u>	<u><u>960,000,000</u></u>	<u><u>100.00</u></u>

*Notes:*

1. Pursuant to a concert party deed dated 3 December 2014, Samwood Global Limited, Suntecli Company Limited, Mr. Leung Man Lun Stephen, Mr. Lau Woon Si and Mr. Fong Hon Hung (the “**Concert Parties**”) are parties acting in concert (having the meaning as ascribed thereto in the Hong Kong Code on Takeovers and Mergers) and they in aggregate held 340,920,000 Shares, representing approximately 35.51% of the issued share capital of the Company as at the date of this announcement.
2. The percentages are subject to rounding difference, if any.

By order of the Board  
**Wan Kei Group Holdings Limited**  
**Lau Woon Si**  
*Chairman*

Hong Kong, 16 December 2016

*As at the date of this announcement, the executive Directors are Mr. Lau Woon Si, Mr. Lau Chi Hing, Mr. Fong Hon Hung, Mr. Leung Man Lun Stephen, Mr. Lau Chi Shing and Mr. Chan Chi Ming Tony; and the independent non-executive Directors are Mr. Ong Chi King, Mr. Ho Ho Ming and Mr. Law Yiu Sing.*