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## **FREEMAN FINANCIAL CORPORATION LIMITED**

### **民眾金服控股有限公司**

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

**(Stock Code: 279)**

### **COMPLETION OF PLACING OF CONVERTIBLE NOTES AND UPDATE ON THE JV INVESTMENT**

Reference is made to the announcements of Freeman Financial Corporation Limited (the “Company”) dated 12 November 2015, 2 December 2015, 3 December 2015, 9 December 2015, 15 February 2016 and 16 March 2016 and the circular of the Company dated 24 February 2016 (the “Circular”) in relation to the Placing of the Convertible Notes. Capitalised terms used herein shall have the same meanings as defined in the Circular, unless otherwise specified.

The Board is pleased to announce that the conditions precedent set out in the Placing Agreement and the Supplemental Agreement have been fulfilled and completion of the Placing took place on 31 March 2016. Convertible Notes in the principal amount of HK\$600,000,000 were issued to not less than six Subscribers on the same date.

Pursuant to the Convertible Notes Instrument, the Mandatory Conversion Event has occurred and the Company has exercised the Mandatory Conversion Rights and all Convertible Notes were converted into 4,000,000,000 Conversion Shares at the conversion price of HK\$0.15 per Conversion Share on 31 March 2016.

The net proceeds from the Placing are approximately HK\$578,500,000 and have been utilised as intended for the payment of the subscription money of the JV Securities Company. Approval on formation of the JV Securities Company was granted by the China Securities Regulatory Commission and the Ministry of Commerce in the PRC in March 2016. The JV Securities Company will be the first full-licensed securities company being set up in the Shanghai Pilot Free Trade Zone under the special regime provided in Supplement X of the CEPA.

By order of the Board  
**Freeman Financial Corporation Limited**  
**Lo Kan Sun**  
*Chairman*

Hong Kong, 31 March 2016

*As at the date of this announcement, the Board comprises the following Directors:–*

***Executive Directors:***

Mr. Lo Kan Sun (*Chairman*)  
Mr. Hui Quincy Kwong Hei (*Managing Director*)  
Ms. Au Shuk Yee, Sue  
Ms. Chow Mun Yee

***Independent Non-executive Directors:***

Mr. Cheung Wing Ping  
Mr. Chung Yuk Lun  
Mr. Hung Cho Sing  
Dr. Agustin V. Que