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**Capital VC Limited**  
**首都創投有限公司**

*(Incorporated in the Cayman Islands with limited liability  
and carrying on business in Hong Kong as CNI VC Limited)*  
**(Stock Code: 02324)**

**ANNOUNCEMENT ON ENTERING INTO AN ESCROW AGREEMENT  
IN RELATION TO THE RESUMPTION PROPOSAL  
FOR 3D-GOLD JEWELLERY HOLDINGS LIMITED**

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (“Listing Rules”) on the Stock Exchange of Hong Kong Limited (“Stock Exchange”). Capital VC Limited (“Company”), as guarantor and its subsidiary, Huge Energy Holdings Limited (“Huge Energy”) as investor, have entered into an exclusivity and escrow agreement (“Escrow Agreement”) with, inter alia, 3D-GOLD Jewellery Holdings Limited (a company listed on the Stock Exchange and formerly known as Hang Fung Gold Technology Limited, stock code: 870) (“3D-GOLD”) and Messrs. Darach E. Haughey, Yeung Lui Ming (Edmund) and Edmond Wah Bon Ching, the joint and several provisional liquidators (the “Provisional Liquidators”) of 3D-GOLD on 16 May 2011.

Pursuant to the Escrow Agreement, upon payment of an earnest money in an aggregate sum of HK\$20,000,000 (of which HK\$5,000,000 is non-refundable and payable upon signing the Escrow Agreement) by stages and in equal share by Huge Energy and another investor (collectively the “Investors”), the Investors are given the exclusivity to negotiate with 3D-GOLD and the Provisional Liquidators in relation to the investment by way of subscription of new shares (“Subscription”) representing not more than 30% of the enlarged share capital of 3D-GOLD, which may form part of the resumption proposal for 3D-GOLD up to 31 December 2011. As announced by 3D-GOLD, 3D-GOLD is currently placed in the third stage of delisting by the Stock Exchange. A resumption proposal has been submitted to the Stock Exchange on 16 May 2011.

Subject to further negotiation and any restrictions on investment imposed to the Company by the Listing Rules and/or the articles of association of the Company, the Company intends to invest a sum of not more than HK\$60 million for the Subscription, which will represent not more than 30% of the enlarged capital of 3D-GOLD.

The Company may need to obtain the necessary approval from the relevant regulatory bodies or obtain such approvals/consent as required by the Listing Rules including but not limited to procuring placing agent(s) to place down its shareholding in 3D-GOLD upon completion of the Subscription as and when necessary. No detailed and legally binding terms have been agreed by the parties in relation to the Subscription and the resumption proposal of 3D-GOLD, which is subject to the approval of the Stock Exchange. Further announcement will be published when the Company enters into any definitive agreement on the Subscription and implementation of the resumption proposal

***Shareholders and potential investors who wish to deal in the securities of the Company should note that the Subscription may or may not proceed and therefore are advised to exercise caution when dealing in the securities of the Company.***

By Order of the Board of  
**Capital VC Limited**  
Yau Chung Hong  
*Executive Director*

Hong Kong, 16 May 2011

*As at the date of this announcement, the Board comprises executive directors Mr. Yau Chung Hong, Mr. Chui Tak Keung, Duncan, Mr. Kong Fanpeng and Dr. Liu Ta-pei; and independent non-executive directors Mr. Lam Kwan, Mr. Chan Ming Sun, Jonathan and Mr. Shiu Siu Tao.*