

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



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: 2324)

**COMPLETION OF PLACING OF CONVERTIBLE BONDS
UNDER GENERAL MANDATE**

Placing Agent

福財 福財證券及期貨有限公司 (SFC CE No.: AQ0863)
FORDJOY SECURITIES AND FUTURES LIMITED

The Board is pleased to announce that completion of the Placing took place on 27 March 2013 in accordance with the terms of the Placing Agreement. Convertible Bonds in the aggregate principal amount of HK\$20,000,000 had been placed and issued to six Placees.

Reference is made to the announcements of Capital VC Limited (“**Company**”) dated 11 March 2013 (“**Announcement**”) and 14 March 2013 respectively in relation to the Placing of the Convertible Bonds to be issued by the Company. Capitalised terms used in this announcement shall have the same meaning in the Announcement unless otherwise specified.

The Board is pleased to announce that completion of the Placing took place on 27 March 2013 in accordance with the terms of the Placing Agreement. Convertible Bonds in the aggregate principal amount of HK\$20,000,000 had been placed and issued to six Placees. The Company received net proceeds of approximately HK\$19.3 million from the Placing.

To the best knowledge and belief of the Directors, each of the Placees is an Independent Third Party.

As at the date of this announcement, the Company has 1,009,286,831 Shares in issue. Assuming no change in the shareholding structure of the Company, upon the exercise of the conversion rights attached to the Convertible Bonds in full at the initial conversion price of HK\$0.10 per Conversion Share, an aggregate of 200,000,000 Conversion Shares would fall to be allotted and issued, which represent about 19.82% of the existing issued capital of the Company and about 16.54% of the existing issued capital of the Company as enlarged by the allotment and issue of such Conversion Shares.

On behalf of the Board

Tang Tsz Tung

Executive Director

Hong Kong, 27 March 2013

As at the date of this announcement, the Board comprises executive directors Mr. Kong Fanpeng, Mr. Chan Cheong Yee and Mr. Tang Tsz Tung; non-executive director Mr. Hung Cho Sing; and independent non-executive directors Mr. Lam Kwan, Mr. Ong Chi King and Mr. Lee Ming Gin.