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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)

RESULTS OF THE OPEN OFFER WITH THE BONUS ISSUE

Financial Adviser to the Company

AMASSE CAPITAL
寶 積 資 本

Underwriter

TANRICH

RESULTS OF THE OPEN OFFER

The Board is pleased to announce that as at 4:00 p.m. on Wednesday, 9 April 2014, being the latest time for payment for and acceptance of the Open Offer, a total of 133 valid acceptances and applications had been received for a total of 370,654,620 Offer Shares, representing approximately 54.07% of the total number of 685,572,096 Offer Shares available for subscription under the Open Offer and approximately 43.25% of the enlarged issued share capital of the Company of 856,965,120 Shares immediately after completion of the Open Offer.

THE UNDERWRITING AGREEMENT

As all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement was not terminated by the Underwriter prior to the Latest Time for Termination, the Underwriting Agreement and the Open Offer with the Bonus Issue became unconditional at 4:00 p.m. on Friday, 11 April 2014.

Based on the results of the Open Offer as set out above, the Open Offer was under-subscribed by 314,917,476 Offer Shares. In accordance with the terms of the Underwriting Agreement, the Underwriter has procured subscription of 314,917,476 Offer Shares by subscribers who are third parties independent of and not connected with the Company and its connected persons.

THE BONUS WARRANTS

Subject to the allotment and issue of the Offer Shares, on the basis of one Bonus Warrant for every four Offer Shares taken up under the Open Offer, a total of 171,393,024 Bonus Warrants will be issued to the first registered holder of the Offer Shares, which will entitle the holders thereof to subscribe in cash up to an aggregate of HK\$42,848,256 for the Warrant Shares at the initial exercise price of HK\$0.25 per Warrant Share.

DESPATCH OF CERTIFICATES OF THE OFFER SHARES AND THE BONUS WARRANTS

It is expected that the certificates for the Offer Shares and the Bonus Warrants will be dispatched to those entitled thereto by ordinary post on or about Thursday, 17 April 2014 at their own risk.

COMMENCEMENT OF DEALINGS IN THE OFFER SHARES

Dealings in the Offer Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 22 April 2014.

Reference is made to the prospectus of Capital VC Limited (the “**Company**”) dated 26 March 2014 in relation to the Open Offer with Bonus Issue (the “**Prospectus**”). Terms defined in this announcement shall have the same meanings as those defined in the Prospectus unless the context otherwise requires.

RESULTS OF THE OPEN OFFER

The board of directors (the “**Board**”) is pleased to announce that as at 4:00 p.m. on Wednesday, 9 April 2014, being the latest time for payment for and acceptance of the Open Offer, a total of 133 valid acceptances and applications had been received for a total of 370,654,620 Offer Shares, representing approximately 54.07% of the total number of 685,572,096 Offer Shares available for subscription under the Open Offer and approximately 43.25% of the enlarged issued share capital of the Company of 856,965,120 Shares immediately after completion of the Open Offer.

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SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiry, the shareholding structure of the Company immediately before and after completion of the Open Offer is as follows:

Shareholders	Immediately before completion of the Open Offer		Immediately after completion of the Open Offer (without taking into account of any Warrant Shares that may be issued)		Immediately after completion of the Open Offer (assuming the subscription rights of all the Bonus Warrants have been exercised in full)	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
Public Shareholders						
Subscribers procured by the Underwriter (<i>Note</i>)	–	–	314,917,476	36.75	393,646,845	38.28
Other Shareholders	171,393,024	100	542,047,644	63.25	634,711,299	61.72
Total	171,393,024	100	856,965,120	100	1,028,358,144	100

Note: None of the subscribers that have been procured by the Underwriter to subscribe for the Offer Shares will become a substantial shareholder of the Company immediately after the completion of the Open Offer.

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By order of the Board
Capital VC Limited
Tang Tsz Tung
Executive Director

Hong Kong, 16 April 2014

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