

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.

This announcement is not for distribution, directly or indirectly, in or into the United States. This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Company's shares mentioned in this announcement have not been and will not be registered under the United States Securities Act of 1933, as amended ("Securities Act") and may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the Securities Act. No public offering of the Company's shares will be made in the United States.



CHINA CHENGTONG DEVELOPMENT GROUP LIMITED

中國誠通發展集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 217)

COMPLETION OF PLACING OF EXISTING SHARES AND SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

CMS  **招商证券**

The Board is pleased to announce that completion of the Placing took place on 17 June 2015 and completion of the Subscription took place on 19 June 2015. The Company received net proceeds of approximately HK\$962 million from the Subscription and intends to use such net proceeds as general working capital of the Group.

Reference is made to the announcement ("Announcement") of the Company dated 13 June 2015 in relation to the Placing and the Subscription. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Board is pleased to announce that completion of the Placing took place on 17 June 2015 and as all conditions precedent to completion of the Subscription have been fulfilled, completion of the Subscription took place on 19 June 2015.

A total of 968,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$1.01 per Placing Share to not less than six Placees (being professional, institutional and other investors who and whose ultimate beneficial owner(s) are independent of and not connected with the Company and any of its connected persons).

Further, completion of the Subscription took place on 19 June 2015. A total of 968,000,000 Subscription Shares (equivalent to the number of the Placing Shares successfully placed under the Placing) were subscribed by the Vendor at HK\$1.01 per Subscription Share.

The number of the Subscription Shares represents (i) approximately 20.00% of the issued share capital of the Company immediately before completion of the Subscription; and (ii) approximately 16.66% of the issued share capital of the Company as enlarged by the issue of the Subscription Shares.

The net proceeds from the Subscription are approximately HK\$962 million. The Company intends to use such net proceeds as general working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE

The shareholding structure of the Company (i) as at the date of the Announcement; (ii) immediately after completion of the Placing but before the Subscription; and (iii) immediately after completion of the Subscription are set out below:

Shareholder	(1) As at date of the Announcement		(2) Immediate after completion of the Placing but before the Subscription		(3) Immediate after completion of the Subscription	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
The Vendor (Note 1)	2,979,456,119	61.55	2,011,456,119	41.55	2,979,456,119	51.29
Yuan Shaoli (Note 2)	300,000	0.01	300,000	0.01	300,000	0.01
Wang Hongxin (Note 2)	600,000	0.01	600,000	0.01	600,000	0.01
Wang Tianlin (Note 2)	400,000	0.01	400,000	0.01	400,000	0.01
Zhang Bin (Note 2)	300,000	0.01	300,000	0.01	300,000	0.01
Public Shareholders:						
Placees (Note 3)	–	–	968,000,000	20.00	968,000,000	16.66
Other public shareholders	1,859,678,657	38.41	1,859,678,657	38.41	1,859,678,657	32.01
Total:	<u>4,840,734,776</u>	<u>100.00</u>	<u>4,840,734,776</u>	<u>100.00</u>	<u>5,808,734,776</u>	<u>100.00</u>

Notes:

1. The Vendor is wholly owned by China Chengtong Hong Kong Company Limited, which is wholly owned by China Chengtong Holdings Group Limited.
2. Each of Mr. Yuan Shaoli, Mr. Wang Hongxin, Mr. Wang Tianlin and Mr. Zhang Bin is an executive Director.
3. None of the Placees has become a substantial shareholder of the Company upon completion of the Placing. Accordingly, the shareholding held by the Placees is regarded as held by public.

By order of the Board
China Chengtong Development Group Limited
Wang Hongxin
Managing Director

Hong Kong, 19 June 2015

As at the date of this announcement, the executive Directors are Mr. Yuan Shaoli, Mr. Wang Hongxin, Mr. Wang Tianlin and Mr. Zhang Bin; and the independent non-executive Directors are Mr. Chang Qing, Mr. Lee Man Chun, Tony and Mr. Chan Sheung Lai.