

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



CHINA STAR ENTERTAINMENT LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 326)

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

Placing Agent



金利豐證券

KINGSTON SECURITIES

The Board is pleased to announce that the conditions as set out in the Placing and Subscription Agreement have been fulfilled and completion of the Placing and the Subscription took place on 4 June 2015 and 9 June 2015, respectively. An aggregate of 2,887,900,000 existing Shares were placed to not less than six Placees at the Placing Price of HK\$0.120 per Placing Share.

After the completion of the Placing on 4 June 2015, 2,887,900,000 Subscription Shares were subscribed by the Vendor at the Subscription Price of HK\$0.120 per Subscription Share pursuant to the Placing and Subscription Agreement.

Reference is made to the announcement of the Company dated 1 June 2015 (the “**Announcement**”) in relation to the placing of existing shares and the subscription of 2,887,900,000 new shares of the Company under general mandate. Unless the context otherwise requires, capitalised terms used in this announcement shall have same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING OF EXISTING SHARES AND SUBSCRIPTION OF NEW SHARES

The Board is pleased to announce that the conditions as set out in the Placing and Subscription Agreement have been fulfilled and completion of the Placing and the Subscription took place on 4 June 2015 and 9 June 2015, respectively.

An aggregate of 2,887,900,000 existing Shares, representing (i) approximately 18.12% of the issued share capital of the Company of 15,939,687,348 Shares as at the date of the Announcement; and (ii) approximately 15.34% of the issued share capital of 18,827,587,348 Shares as enlarged by the issue of the 2,887,900,000 Subscription Shares, were placed to not less than six Placees at the Placing Price of HK\$0.120 per Placing Share.

All the Placees and their ultimate beneficial owners are third parties independent of the Vendor, the Company and their respective connected persons and none of them has become a substantial Shareholder immediately after the completion of the Placing.

After the completion of the Placing on 4 June 2015, 2,887,900,000 Subscription Shares were subscribed by the Vendor at the Subscription Price of HK\$0.120 per Subscription Share pursuant to the Placing and Subscription Agreement.

Effects on the shareholding structure of the Company

The effects on the shareholding structure of the Company upon completion of the Placing and the Subscription are set out as below:

| Shareholders | Immediately before the Placing and the Subscription | | Upon completion of the Placing but before completion of the Subscription | | Upon completion of the Placing and the Subscription | |
|--|--|---------------|--|---------------|---|---------------|
| | <i>Approx.</i> | | <i>Approx.</i> | | <i>Approx.</i> | |
| | <i>Shares</i> | <i>%</i> | <i>Shares</i> | <i>%</i> | <i>Shares</i> | <i>%</i> |
| Heung Wah Keung Family Endowment Limited (<i>note 1</i>) | 4,661,162,574 | 29.24 | 1,773,262,574 | 11.12 | 4,661,162,574 | 24.76 |
| Dorest Company Limited (<i>note 2</i>) | 41,106 | 0.00 | 41,106 | 0.00 | 41,106 | 0.00 |
| The Placing Agent | 27 | 0.00 | 27 | 0.00 | 27 | 0.00 |
| The Placees (<i>note 3</i>) | – | – | 2,887,900,000 | 18.12 | 2,887,900,000 | 15.34 |
| Other public Shareholders | 11,278,483,641 | 70.76 | 11,278,483,641 | 70.76 | 11,278,483,641 | 59.90 |
| Total | 15,939,687,348 | 100.00 | 15,939,687,348 | 100.00 | 18,827,587,348 | 100.00 |

Notes:

1. Heung Wah Keung Family Endowment Limited is owned as to 50% by Mr. Heung and as to 50% by Ms Chen.
2. Dorest Company Limited is beneficially owned as to 60% by Ms. Chen and as to 40% by Mr. Heung. The Shares held by Dorest Company Limited are under a charging order.
3. Pursuant to the Placing and Subscription Agreement, none of the Placees will become a substantial Shareholder as a result of the Placing.
4. The percentage figures are rounded to two decimal places.

By Order of the Board
China Star Entertainment Limited
Li Yuk Sheung
Executive Director

Hong Kong, 9 June 2015

As at the date of this announcement, the executive Directors are Mr. Heung Wah Keung, Ms. Chen Ming Yin, Tiffany and Ms. Li Yuk Sheung and the independent non-executive Directors are Mr. Hung Cho Sing, Mr. Ho Wai Chi, Paul and Mr. Tang Chak Lam, Gilbert.