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HENG TAI CONSUMABLES GROUP LIMITED
亨泰消費品集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00197)

**RESULTS OF THE OPEN OFFER
AND
ADJUSTMENTS OF OPTIONS**

RESULTS OF THE OPEN OFFER

The Board is pleased to announce that as at 4:00 p.m. on Friday, 5 December 2014, being the Latest Time for Acceptance and payment for the Offer Shares and the excess Offer Shares, a total of 155 valid acceptances for the Offer Shares had been received for a total of 692,585,047 Offer Shares, representing approximately 63.48% of the total number of Offer Shares available for subscription under the Open Offer; and a total of 128 valid applications for excess Offer Shares had been received for a total of 3,200,044,865 Offer Shares, representing approximately 293.29% of the total number of the Offer Shares available for subscription under the Open Offer. In aggregate, a total of 283 valid acceptances and excess applications for 3,892,629,912 Offer Shares were received, representing approximately 356.77% of the total number of 1,091,075,178 Offer Shares offered under the Open Offer.

As the Open Offer was over-subscribed, the obligations of the Underwriter in respect of its underwriting obligations under the Underwriting Agreement have been or are regarded to have been fully discharged.

DESPATCH OF SHARE CERTIFICATES AND REFUND CHEQUES

It is expected that the share certificates for the Offer Shares in respect of valid acceptances for the Offer Shares and successful application for excess Offer Shares will be despatched to the allottees by ordinary post on Tuesday, 16 December 2014 at their own risk. Each allottee will receive one share certificate for all the Offer Shares issued to him.

Refund cheques in respect of partially unsuccessful applications for excess Offer Shares will also be despatched to the applicants by ordinary post on Tuesday, 16 December 2014 at their own risk.

COMMENCEMENT OF DEALINGS IN OFFER SHARES

Dealings in the Offer Shares are expected to commence on the Stock Exchange on Wednesday, 17 December 2014 at 9:00 a.m..

ADJUSTMENTS OF OPTIONS

Pursuant to the terms of the Share Option Schemes, the exercise price of the Options and the number of Shares to be allotted and issued upon full exercise of the subscription rights attaching to the 455,046,000 outstanding Options were adjusted.

Reference is made to the announcement of the Company dated 24 October 2014 and the prospectus of the Company dated 21 November 2014 (the “Prospectus”). Capitalised terms used in this announcement shall have the meanings set out in the Prospectus unless the context otherwise requires.

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EXCESS OFFER SHARES

The Board has resolved to allot an aggregate of 398,490,131 Offer Shares available for excess application on a fair and equitable basis and on a pro-rata basis to the excess Offer Shares applied for by the Qualifying Shareholders. No preference was given to topping-up odd lots to whole board lots.

Allotment results in respect of the excess Offer Shares are set out as follows:

Number of excess Offer Shares applied for	Number of valid excess applications	Total number of excess Offer Shares applied for	Basis of allotment	Total number of Offer Shares allotted	Approximate percentage of allocation based on the total number of excess Offer Shares applied for in this category
1 to 99,999,999	127	578,487,422	Approximately 12.45264% of the excess Offer Shares applied for	72,037,024	12.45264
2,621,557,443	1	2,621,557,443	Approximately 12.45264% of the excess Offer Shares applied for	326,453,107	12.45264
	128	3,200,044,865		398,490,131	

UNDERWRITING AGREEMENT

As all the conditions of the Underwriting Agreement had been fulfilled, the Underwriting Agreement having become unconditional and not being terminated in accordance with the terms thereof, the Open Offer proceeded to completion.

As the Open Offer was over-subscribed, the obligations of the Underwriter in respect of its underwriting obligations under the Underwriting Agreement have been or are regarded to have been fully discharged.

CHANGE IN SHAREHOLDING STRUCTURE

For illustration purpose, the shareholding structure of the Company immediately before and after completion of the Open Offer is as follows:

	Immediately before completion of the Open Offer		Immediately after completion of the Open Offer	
	<i>No. of Shares</i>	<i>Approx. %</i>	<i>No. of Shares</i>	<i>Approx. %</i>
The Underwriter	629,284,948	11.54	875,337,083*	13.37
World Invest	223,166,947	4.09	285,588,932*	4.36
Sub total	852,451,895	15.63	1,160,926,015*	17.73
Public Shareholders	4,602,923,996	84.37	5,385,525,054*	82.27
Total	5,455,375,891	100.00	6,546,451,069	100.00

* Since the Shares of the Underwriter and World Invest are held via brokerage accounts, their final number of Offer Shares being allotted may be subject to rounding adjustments.

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ADJUSTMENTS OF OPTIONS

Pursuant to the terms of the Share Option Schemes, the exercise price of the Options and the number of Shares to be allotted and issued upon full exercise of the subscription rights attaching to the 455,046,000 outstanding Options were adjusted (the “**Share Options Adjustments**”) in accordance with the terms of the Share Option Schemes and the appendix of supplementary guidance attached to the letter from the Stock Exchange dated 5 September 2005 relating to adjustments to the exercise price of options or number of shares that may be converted from the options and in compliance with Rule 17.03(13) of the Listing Rules.

The external auditor of the Company has reviewed and confirmed in writing the Share Options Adjustments.

By order of the Board
Heng Tai Consumables Group Limited
Lam Kwok Hing
Chairman

Hong Kong, 15 December 2014

As at the date of this announcement, the Board comprises four executive directors, namely Mr. LAM Kwok Hing (Chairman), Ms. LEE Choi Lin, Joecy, Ms. HUNG Sau Yung, Rebecca and Ms. GAO Qin Jian; one non-executive director, namely Ms. CHAN Yuk, Foebie; and three independent non-executive directors, namely Mr. John HANDLEY, Ms. MAK Yun Chu and Mr. POON Yiu Cheung, Newman.