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The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), Hong Kong Exchanges and Clearing Limited and Hong Kong Securities Clearing Company Limited (“HKSCC”) 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.

Unless defined herein, terms in this announcement shall have the same meanings as those defined in the Prospectus.

Millennium Pacific Group Holdings Limited

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING

**Number of Placing Shares : 30,000,000 Shares (Subject to Offer Size
Adjustment Option)**

**Placing Price : HK\$1.35 per Placing Share (payable in full
upon application, plus brokerage fee of 1%,
SFC transaction levy of 0.003% and Stock
Exchange trading fee of 0.005%)**

Nominal Value : HK\$0.01 each

GEM Stock Code : 8147

Sponsor

AmCap
Ample Capital Limited
豐盛融資有限公司

Joint Lead Managers



太平基業證券有限公司
Pacific Foundation Securities Limited

AmCap
Ample Orient Capital Limited

Bookrunner



太平基業證券有限公司
Pacific Foundation Securities Limited

SUMMARY

- The Placing Price has been determined at HK\$1.35 per Placing Share exclusive of brokerage fee of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.003%.
- Based on the Placing Price of HK\$1.35 per Placing Share, the net proceeds from the Placing to be received by the Company are estimated to be approximately HK\$30.3 million.
- The initial 30,000,000 Placing Shares offered by the Company under the Placing were slightly oversubscribed.
- The Offer Size Adjustment Option has been fully exercised by the Underwriter to require the Company to issue and allot additional 4,500,000 Placing Shares, and such Shares have been fully subscribed.
- 34,500,000 Placing Shares have been conditionally allocated to a total of 156 selected professional, institutional and other investors.
- Out of the 34,500,000 Placing Shares, an aggregate of 1,640,000 Placing Shares, representing approximately 4.8% of the total number of the Placing Shares and approximately 1.6% of the enlarged issued share capital of the Company immediately after completion of the Placing and the Capitalisation Issue, have been allocated to UBA Financial Trading Limited, a connected client (as defined under note 2 to rule 10.12(4) the GEM Listing Rules) of Upbest Securities Company Limited which is a distributor under the Placing.
- Save as disclosed above, the Directors confirm that, to the best of their knowledge and belief, all placees under the Placing are independent of and not connected with the Company and any of the Directors, chief executive, Controlling Shareholders, substantial shareholders or significant shareholders (as defined under the GEM Listing Rules) of the Company or any of its subsidiaries, and their respective associates or any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing. No placee will, individually, be placed with more than 10% of the enlarged issued share capital of the Company immediately after completion of the Capitalisation Issue and the Placing.
- The Directors confirm that, immediately after the Capitalisation Issue and the completion of the Placing, the public float of the Company will be 33.0% of the enlarged issued share capital of the Company, and not more than 50% of the Shares in public hands at the time of Listing will be owned by the three largest public Shareholders. The three largest public Shareholders will own approximately 33.6% of the Shares in public hands at the time of Listing.
- Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 18 July 2014. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 8147.

- **Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

PLACING PRICE AND USE OF NET PROCEEDS FROM THE PLACING

The Placing Price has been determined at HK\$1.35 per Placing Share (exclusive of brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%).

Based on the Placing Price of HK\$1.35 per Placing Share, the net proceeds from the Placing (after deducting underwriting fees and estimated expenses paid or payable by the Company in connection with the Placing) to be received by the Company are estimated to be approximately HK\$30.3 million. The Directors intend to apply the net proceeds of the Placing in accordance with the purposes set forth in the sections headed “Business Objectives and Strategies” and “Reasons for the Placing and Use of Proceeds” of the Prospectus as set out below:

- approximately HK\$12.4 million, representing approximately 41.1% of the estimated net proceeds, for repayment of bank borrowings and overdrafts.
- approximately HK\$8.0 million, representing approximately 26.4% of the estimated net proceeds, for expanding the production capacity and scale through the acquisition of additional SMT production facilities.
- approximately HK\$3.3 million, representing approximately 10.9% of the estimated net proceeds, for strengthening and expanding the research and development team.
- approximately HK\$3.6 million, representing approximately 11.8% of the estimated net proceeds, for improving our information technology system.
- the balance of approximately HK\$3.0 million, representing approximately 9.8% of the estimated net proceeds, for working capital of our Group.

LEVEL OF INDICATIONS OF INTERESTS UNDER THE PLACING

The initial 30,000,000 Placing Shares offered by the Company under the Placing were slightly oversubscribed. The Offer Size Adjustment Option has been fully exercised by the Bookrunner (for itself and on behalf of the Underwriter) to require the Company to issue and allot additional 4,500,000 Placing Shares, and such Shares have been fully subscribed. For avoidance of doubt, the Offer Size Adjustment Option will not be associated with any price stabilisation activities of the Shares in the secondary market after the Listing, will not be subject to the Securities and Futures (Price Stabilising) Rules of the SFO and cannot be exercised at any future date.

RESULTS OF ALLOCATION UNDER THE PLACING

Pursuant to the Placing, 34,500,000 Shares have been conditionally allocated to a total of 156 professional, institutional and other investors. The distribution of the Placing Shares is set forth as below:

	Aggregate number of Placing Shares allocated	Aggregate percentage of the total number of Placing Shares allocated	Approximate percentage of shareholding over the enlarged issued share capital of the Company immediately after completion of the Placing and the Capitalisation Issue
Top placee	4,204,000	12.2%	4.0%
Top 5 placees	17,604,000	51.0%	16.8%
Top 10 placees	23,954,000	69.4%	22.9%
Top 25 placees	31,564,000	91.5%	30.2%

Number of Placing Shares allocated

Number of Placees

2,500 to 100,000	121
100,001 to 500,000	19
500,001 to 1,000,000	9
1,000,001 to 2,000,000	2
2,000,001 to 5,000,000	5
5,000,001 and above	<u>nil</u>

Total:

156

Out of the 34,500,000 Placing Shares, an aggregate of 1,640,000 Placing Shares, representing approximately 4.8% of the total number of the Placing Shares and approximately 1.6% of the enlarged issued share capital of the Company immediately after completion of the Placing and the Capitalisation Issue, have been allocated to UBA Financial Trading Limited, a connected client (as defined under note 2 to rule 10.12(4) the GEM Listing Rules) of Upbest Securities Company Limited which is a distributor under the Placing.

Save as disclosed above, the Directors confirm that, to the best of their knowledge and belief, all placees under the Placing are independent of and not connected with the Company and any of the Directors, chief executive, Controlling Shareholders, substantial shareholders or significant shareholders (as defined under the GEM Listing Rules) of the Company or any of its subsidiaries, and their respective associates or any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing. No placee will, individually, be placed with more than 10% of the enlarged issued share capital of the Company immediately after completion of the Capitalisation Issue and the Placing.

Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

Immediately after the completion of the Placing (taking no account of options that were granted or may be granted under the Pre-IPO Share Option Scheme and the Share Option Scheme), the shareholding structure of the Company will be as follows:

	Number of Shares	Approximate percentage of shareholding in the Company
CPIT Investments (<i>Note 1</i>)	45,900,000	43.9%
Seize Minute (<i>Note 2</i>)	24,100,000	23.1%
A group of five largest public Shareholders	17,604,000	16.8%
Other public Shareholders	<u>16,896,000</u>	<u>16.2%</u>
Total	<u><u>104,500,000</u></u>	<u><u>100.0%</u></u>

Note:

1. As CPIT Investments is beneficially owned as to 99% by Mr. Tang and 1% by Mrs. Tang, Mr. Tang is deemed to be interested in the Shares held by CPIT Investments under the SFO. Mrs. Tang, being the wife of Mr. Tang, is deemed to be interested in all the Shares that Mr. Tang is interested in. Accordingly, each of Mr. Tang and Mrs. Tang is deemed to be interested in the Shares held by CPIT Investments under the SFO.
2. Seize Minute is wholly-owned by MK Investments. MK Investments is wholly owned by Mr. Kor. Accordingly, Mr. Kor and MK Investments are deemed to be interested in the Shares held by Seize Minute under the SFO.

MINIMUM PUBLIC FLOAT REQUIREMENT

Pursuant to Rule 11.23(7) of the GEM Listing Rules, the Company is required to maintain a public float of not less than 25% of its total issued share capital at the time when the Shares commence dealings on GEM and at all times thereafter. Pursuant to Rule 11.23(8) of the GEM Listing Rules, the three largest public Shareholders shall not beneficially own more than 50% of the Shares in public hands at the time of Listing. The Directors confirm that, immediately after the Capitalisation Issue and the completion of the Placing, the public float of the Company will be 33.0% of the enlarged issued share capital of the Company, and not more than 50% of the Shares in public hands at the time of Listing will be owned by the three largest public Shareholders. The three largest public Shareholders will own approximately 33.6% of the Shares in public hands at the time of Listing.

DEPOSIT OF SHARE CERTIFICATES INTO CCASS

Subject to the granting of the listing of, and permission to deal in, the Shares on GEM and the compliance by the Company with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or on such other date as determined by HKSCC.

Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

All necessary arrangements have been made for the Shares to be admitted into CCASS.

The share certificates issued in respect of the Placing Shares will be deposited into CCASS on Thursday, 17 July 2014 for credit to the respective CCASS participants' or the CCASS investor participants' stock accounts of the Underwriters, the placees or their agents (as the case may be). Prospective investors should note that the Bookrunner (for itself and on behalf of the Underwriter) is entitled to terminate the Underwriting Agreement by giving notice in writing to the Company upon occurrence of any of the events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. In the event that the Underwriting Agreement does not become unconditional or is terminated in accordance with its terms and conditions, the Placing will lapse and an announcement will be published by the Company on website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.cpit.com.hk accordingly.

COMMENCEMENT OF DEALINGS

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Friday, 18 July 2014. Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 8147. The Company will not issue any temporary documents of title. No receipts will be issued for application monies paid.

By order of the Board
Millennium Pacific Group Holdings Limited
Tang Wai Ting, Samson
Chairman

Hong Kong, 17 July 2014

As at the date of this announcement, the executive Directors are Mr. Tang Wai Ting, Samson, Ms. Chan Kai Hei and Mr. Chiu Chen Hsun; and the independent non-executive Directors are Mr. Ng Ka Chung, Mr. Lee Wai Hung, Ms. Eugenia Yang, Ms. Chan Sze Man.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement and a copy of the Prospectus will remain on the website of the Stock Exchange at www.hkexnews.hk and, in the case of the announcement, on the “Latest Company Announcements” page for at least 7 days from the day of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at www.cpit.com.hk.