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CREDIT CHINA HOLDINGS LIMITED
中國信貸控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8207)

**COMPLETION OF PLACING OF NEW SHARES
UNDER GENERAL MANDATE**

Placing Agent



The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and Completion took place on 22 October 2015. An aggregate of 265,128,000 Placing Shares, representing approximately 7.38% of the total issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares have been placed by the Placing Agent at HK\$1.95 per Placing Share to China Dragon Asia Champion Fund Series SPC, a Cayman Islands exempted segregated portfolio company incorporated with limited liability to operate as a private investment fund and Sheng Yuan Global High Growth Industries Fund Series SPC (盛源全球高增長行業系列基金獨立投資組合公司), a Cayman Islands exempted segregated portfolio company incorporated with limited liability to operate as a private investment fund, who and whose ultimate beneficial owners are third parties independent of and not connected with the Company and its connected persons. To the best knowledge of the Board, none of the Placees is a substantial shareholder immediately after Completion.

Accordingly, the gross proceeds from the Placing amount to approximately HK\$517.00 million. Upon deducting all expenses in relation to the Placing, the net proceeds from the Placing amount to approximately HK\$505.33 million. The net price of each Placing Share amounts to approximately HK\$1.91. The Company intends to apply the net proceeds from the Placing for the Group's general working capital purposes and/or for the purpose of financing future business development and possible acquisition(s) in the internet financing business of the Group.

Reference is made to the announcements of the Company dated 30 September 2015 and 14 October 2015 respectively in respect of, among other things, the Placing (the "Announcements"). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless otherwise stated.

COMPLETION OF THE PLACING

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SHAREHOLDING STRUCTURE

Set out below are the shareholding structures of the Company (i) immediately before Completion of the Placing and (ii) immediately after Completion of the Placing:

	Immediately before Completion of the Placing		Immediately after Completion of the Placing	
	<i>Number of Shares held</i>	<i>Approx. %</i>	<i>Number of Shares held</i>	<i>Approx. %</i>
Mr. Zhang Zhenxin ⁽¹⁾	781,148,000	23.46	781,148,000	21.73
Ms. So Naoko ⁽²⁾	211,790,000	6.36	211,790,000	5.89
Shanghai Xinhua Publishing Group Limited ⁽³⁾	355,990,400	10.69	355,990,400	9.90
Mr. Yam Tak Cheung ⁽⁴⁾	<u>223,825,600</u>	<u>6.72</u>	<u>223,825,600</u>	<u>6.23</u>
Placees	–	–	265,128,000	7.38
<i>Others:</i>				
Public shareholders	<u>1,757,004,000</u>	<u>52.77</u>	<u>1,757,004,000</u>	<u>48.88</u>
Total	<u><u>3,329,758,000</u></u>	<u><u>100.00</u></u>	<u><u>3,594,886,000</u></u>	<u><u>100%</u></u>

Notes:

- (1) These Shares were held by Mr. Zhang Zhenxin beneficially, by First Pay Limited (the entire issued share capital of which was owned by Mr. Zhang) and by Ms. Zhang Xiaomin, who is the wife of Mr. Zhang. Therefore, Mr. Zhang was deemed to be interested in these Shares under the SFO.
- (2) These Shares were held by Silver Paragon Limited, the entire issued share capital of which was owned by Ms. Naoko So. Therefore, Ms. So was deemed to be interested in these Shares under the SFO.
- (3) These Shares were held by Jiefang Media (UK) Co. Limited. Jiefang Media (UK) Co. Limited was wholly-owned by Shanghai Xinhua Publishing Group Limited which was in turn owned by Shanghai United Media Group and its associates as to approximately 50.8% and Shanghai Greenland Group Company Limited as to approximately 39%. Therefore, under the SFO, Shanghai Xinhua Publishing Group Limited was deemed to be interested in all the Shares held by Jiefang Media (UK) Co. Limited, and each of Shanghai United Media Group and Shanghai Greenland Group Company Limited were deemed to be interested in all the Shares which Shanghai Xinhua Publishing Group Limited was deemed to be interested in.

- (4) These Shares were held by Integrated Asset Management (Asia) Limited, the entire issued share capital of which was owned by Mr. Yam Tak Cheung. Therefore, Mr. Yam was deemed to be interested in these Shares under the SFO.

By order of the Board
Credit China Holdings Limited
Phang Yew Kiat
*Vice Chairman, Executive Director and
Chief Executive Officer*

Hong Kong, 22 October 2015

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Mr. Phang Yew Kiat (*Vice-Chairman and Chief Executive Officer*)

Mr. Chng Swee Ho

Mr. Sheng Jia

Non-executive Directors:

Mr. Li Mingshan (*Chairman*)

Mr. Li Gang

Mr. Wong Sai Hung

Mr. Zhang Zhenxin

Independent Non-executive Directors:

Mr. Ge Ming

Dr. Ou Minggang

Mr. Wang Wei

Dr. Yin Zhongli

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 enquiries, 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 will remain on the “Latest Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company (www.creditchina.hk).