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TELEFIELD INTERNATIONAL (HOLDINGS) LIMITED

中 慧 國 際 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1143)

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

Placing Agent

 **KINGSTON SECURITIES**

Reference is made to the announcement of Telefield International (Holdings) Limited (the “**Company**”) dated 9 November 2015 (“**Announcement**”) relating to the Placing. Unless otherwise stated, terms used herein shall have the same meanings as defined in the Announcement.

The Board is pleased to announce that all conditions of the Placing Agreement have been fulfilled. The Placing was completed on 27 November 2015 pursuant to which the Company has allotted and issued 79,700,000 Placing Shares at HK\$2.44 per Placing Share to not less than six Placees who are Independent Third Parties.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners are Independent Third Parties. None of the Placees has become a substantial Shareholder (as defined under the Listing Rules) immediately after the completion of the Placing. The net proceeds from the Placing, after deducting the placing commission and other expenses in connection with the Placing from the gross proceeds, is approximately HK\$189.46 million which is intended to be used for any potential investments in the future and general working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE

The 79,700,000 Placing Shares represent approximately (i) 19.17% of the issued share capital of the Company immediately before the completion of the Placing; and (ii) 16.08% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

Set out below is the shareholding structure of the Company immediately before and after completion of the Placing:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Power Port Holdings Limited (Note)	297,334,000	71.50	297,334,000	60.00
Public Shareholders				
The Placees	–	–	79,700,000	16.08
Other public Shareholders	118,497,140	28.50	118,497,140	23.92
Total	415,831,140	100.00	495,531,140	100.00

Note: Power Port Holdings Limited, a company incorporated in the British Virgin Islands with limited liability, which is wholly and beneficially owned by Mr. Yang Zhihui.

By order of the Board
Telefield International (Holdings) Limited
Gong Shaoxiang
Chairman and Executive Director

Hong Kong, 27 November 2015

As at the date of this announcement, the Board comprises Mr. Gong Shaoxiang (Chairman) and Mr. Lee Chi Hwa Joshua as executive Directors, Mr. Cao Yuyun as non-executive Director and Mr. Bao Jinqiao, Mr. Wong Chun Hung and Mr. Leung Pok Man as independent non-executive Directors.

In case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.