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**CHINESE FOOD AND BEVERAGE GROUP LIMITED**  
**華人飲食集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8272)**

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

**Placing Agent**

 **KINGSTON SECURITIES**

Reference is made to the announcement of Chinese Food and Beverage Group Limited (the “**Company**”) dated 19 July 2017 in relation to the Placing (the “**Announcement**”). Unless defined otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

### **COMPLETION OF PLACING**

The Board is pleased to announce that all the conditions of the Placing have been fulfilled and the completion of the Placing took place on 15 August 2017. 528,360,000 Placing Shares have been successfully placed by the Placing Agent to not fewer than six Placees at the Placing Price of HK\$0.02 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

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.

The net proceeds from the Placing, after deduction of commission and other expenses of the Placing from the gross proceeds, is approximately HK\$10 million which is intended to apply as to approximately HK\$3 million for partial repayment of outstanding interest of the Convertible Bonds and as to approximately HK\$7 million for the general working capital of the Group.

## EFFECTS ON SHAREHOLDING STRUCTURE

The 528,360,000 Placing Shares representing (i) 20.00% of the issued share capital of the Company immediately before the completion of the Placing; and (ii) approximately 16.67% 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 the completion of the Placing:

	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	<i>No. of Shares</i>	<i>Approx. %</i>	<i>No. of Shares</i>	<i>Approx. %</i>
<b>Shareholders</b>				
Mr. Yeung Wai Hung, Peter ( <i>Note 1</i> )	137,500	0.005	137,500	0.004
Placees and other public Shareholders	<u>2,641,662,500</u>	<u>99.995</u>	<u>3,170,022,500</u>	<u>99.996</u>
<b>Total</b>	<u>2,641,800,000</u>	<u>100.000</u>	<u>3,170,160,000</u>	<u>100.000</u>

*Notes:*

1. Mr. Yeung Wai Hung, Peter is an independent non-executive Director.
2. The percentages are subject to rounding difference, if any.

By order of the Board  
**CHINESE FOOD AND BEVERAGE GROUP LIMITED**  
**Chow Cheuk Hang**  
*Executive Director*

Hong Kong, 15 August 2017

*As at the date of this announcement, Mr. Lam Raymond Shiu Cheung, Mr. Chow Cheuk Hang and Mr. Yuen Koon Tung are executive Directors; Mr. Yeung Wai Hung, Peter, Mr. Kam Tik Lun, Mr. Ho Siu King Stanley and Mr. Ma Stephen Tsz On are independent non-executive Directors.*

*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 confirm that to the best of their knowledge, information and belief, having made all responsible enquiries, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other facts the omission of which would make any statement herein misleading.*

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