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**SHIFANG HOLDING LIMITED**

**十方控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1831)**

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

**Placing agent**



As all the conditions of the Placing had been fulfilled, the Board announces that the Placing was completed on 1 December 2015 in accordance with the terms and conditions of the Placing Agreement dated 18 November 2015. A total of 167,000,000 Placing Shares have been successfully placed to not less than six (6) Placees, who and whose ultimate beneficial owners are Independent Third Parties, at the Placing Price of HK\$0.70 per Placing Share, representing approximately 16.58% of the entire issued share capital of the Company (as enlarged by the issue of the Placing Shares) immediately after completion of the Placing.

Reference is made to the announcement (the “**Announcement**”) of Shifang Holding Limited (the “**Company**”) dated 18 November 2015 in relation to the Placing. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcement.

### **COMPLETION OF THE PLACING**

As all the conditions of the Placing had been fulfilled, the Board announces that the Placing was completed on 1 December 2015 in accordance with the terms and conditions of the Placing Agreement dated 18 November 2015. A total of 167,000,000 Placing Shares have been successfully placed to not less than six (6) Placees, who and whose ultimate beneficial owners are Independent Third Parties, at the Placing Price of HK\$0.70 per Placing Share, representing approximately 16.58% of the entire issued Share capital of the Company (as enlarged by the issue of the Placing Shares) immediately after completion of the Placing.

The net proceeds of the Placing after deducting all the placing commission and all relevant expenses are approximately HK\$114,552,998.70.

## EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structures of the Company immediately before and after completion of the Placing are as follows:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approx %</i>	<i>Number of Shares</i>	<i>Approx %</i>
Mr. Chen Zhi	7,032,655	0.84	7,032,655	0.70
TopBig International Development Limited (昇平國際發展 有限公司) (note 1)	159,362,041	18.97	159,362,041	15.83
Zou Hui Fang	54,945,645	6.54	54,945,645	5.46
Templeton Asset Management Ltd.	42,606,606	5.07	42,606,606	4.23
The Places	–	–	167,000,000	16.58
Other shareholders	575,995,174	68.58	575,995,174	57.20
Total	<u>839,942,121</u>	<u>100.00</u>	<u>1,006,942,121</u>	<u>100.00</u>

Notes:

- 1) TopBig International Development Limited is a company incorporated under the laws of the British Virgin Islands, which is wholly-owned by Mr. Chen Zhi, the executive director and chairman of the Company.

By the Order of the Board  
**ShiFang Holding Limited**  
**Chen Zhi**  
*Chairman*

Hong Kong, 1 December 2015

As at the date of this announcement, the executive Directors are Mr. Chen Zhi (Chairman), Mr. Hong Pei Feng, Mr. Zhang Tie Zhu and Mr. Yu Shi Quan; the non-executive Directors are Mr. Chen Wei Dong and Ms. Chen Min; the independent non-executive Directors are Mr. Zhou Chang Ren, Mr. Wong Heung Ming, Henry, Mr. Cai Jian Quan and Mr. Zhou Xu Xiang.