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(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1360)

CONVERSION OF CONVERTIBLE BONDS

Reference are made to the announcements of Mega Expo Holdings Limited (the “**Company**”) dated 7 April 2017 (the “**First Announcement**”) in relation to the Acquisition and the announcement dated 12 July 2017. Capitalised terms used in this announcement shall have the same meanings as defined in the First Announcement unless otherwise defined.

The Board announces that the Company received a conversion notice from the Vendor for the exercise of the conversion rights attached to the Convertible Bonds in respect of the principal amount of HK\$24,012,000 at the Conversion Price of HK\$0.92 per Conversion Share (the “**Conversion**”).

A total number of 26,100,000 Conversion Shares have been allotted and issued to the Vendor on 27 July 2017. The Conversion Shares ranks *pari passu* with all the existing Shares at the date of allotment and among themselves in all respects. Immediately after the allotment and issue of the Conversion Shares, the number of issued shares of the Company will be increased to 1,376,900,000 Shares.

SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before the Conversion; and (ii) upon completion of the Conversion and as at the date of this announcement is set out below:

	Immediately before the Conversion		Upon completion of the Conversion and as at the date of this announcement	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Shareholders				
Chen Chao	164,235,000	12.16	164,235,000	11.93
Vendor	–	–	26,100,000	1.90
Other public Shareholders	<u>1,186,565,000</u>	<u>87.84</u>	<u>1,186,565,000</u>	<u>86.17</u>
Total	<u><u>1,350,800,000</u></u>	<u><u>100.00</u></u>	<u><u>1,376,900,000</u></u>	<u><u>100.00</u></u>

By the order of the Board
Mega Expo Holdings Limited
Deng Zhonglin
Chairman

Hong Kong, 27 July 2017

As at the date of this announcement, the Board comprises Mr. Deng Zhonglin, Ms. Zhang Jun and Mr. Lu Linyu as executive Directors; Mr. Choi Hung Fai, Mr. Yang Bo and Mr. Tsang Wing Ki as independent non-executive Directors.