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Future Bright Mining Holdings Limited

高鵬礦業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2212)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

 **KINGSTON SECURITIES**

Reference is made to the announcement of Future Bright Mining Holdings Limited (the “**Company**”) dated 4 August 2017 (the “**Announcement**”) in relation to the Placing. Unless otherwise stated, terms used herein shall have the same meanings as defined in the Announcement.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all conditions of the Placing Agreement have been fulfilled and completion of the Placing took place on 18 August 2017 in accordance with the terms and conditions of the Placing Agreement. A total of 180,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.210 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 owner(s) are Independent Third Parties. None of the Placees and their respective associates becomes a substantial shareholder (as defined under the Listing Rules) of the Company upon completion of the Placing.

The gross proceeds and net proceeds from the Placing will amount to approximately HK\$37.8 million and HK\$36.6 million respectively. The Board intends to apply the net proceeds in the following manner: (i) approximately HK\$12 million for the possible formation of the two joint venture companies, details of which are set out in the announcement of the Company dated 28 June 2017 (in the event that the formation of the aforesaid two joint venture companies does not proceed, the Group will re-allocate the proceeds to working capital and other general corporate purposes including expenses for the Group's day-to-day operation); and (ii) approximately HK\$24.6 million for replenishing the general working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE

The 180,000,000 Placing Shares represent approximately (i) 4.88% of the existing issued share capital of the Company immediately before the completion of the Placing; and (ii) 4.65% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

Shareholders	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Victory Spring Ventures Limited (<i>Note 1</i>)	1,082,400,000	29.33	1,082,400,000	27.97
Mr. Wu Lianmo (<i>Note 2</i>)	671,740,000	18.20	671,740,000	17.36
Ms. Zhang Bi Hua (<i>Note 3</i>)	605,700,000	16.41	605,700,000	15.65
The Places and other public Shareholders	<u>1,330,160,000</u>	<u>36.06</u>	<u>1,510,160,000</u>	<u>39.02</u>
Total	<u>3,690,000,000</u>	<u>100.00</u>	<u>3,870,000,000</u>	<u>100.00</u>

Notes:

- As at the date of this announcement, Victory Spring Ventures Limited is owned as to 90% by Ms. Liu Jie. Accordingly, Ms. Liu Jie is deemed to be interested in all the Shares held by Victory Spring Ventures Limited for the purpose of the SFO.
- As at the date of this announcement, those Shares comprise (i) 59,500,000 Shares owned by Mr. Wu Lianmo as beneficial owner; and (ii) 612,240,000 Shares held by Kai De Int'l Holding Limited, which is wholly owned by Mr. Wu Lianmo.

3. As at the date of this announcement, those Shares comprise (i) 336,420,000 Shares owned by Ms. Zhang Bi Hua as beneficial owner; and (ii) 269,280,000 Shares held by China Taihe Group Limited, which is wholly owned by Ms. Zhang Bi Hua.
4. The percentages are subject to rounding difference, if any.

By order of the Board
Future Bright Mining Holdings Limited
Liu Jie
Chairperson

Hong Kong, 18 August 2017

As at the date of this announcement, the executives Directors are Ms. Liu Jie, Mr. Rao Dacheng, Mr. Wan Tat Wai David, Mr. Zheng Fengwei, Mr. Zhang Decong and Mr. Yuan Shan (alternate director to Mr. Zhang Decong); and the independent non-executive Directors are Mr. Chow Hiu Tung, Mr. Lau Tai Chim and Mr. Lai Kwok Leung.