

Unless otherwise defined, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 20 August 2010 (the “Prospectus”) issued by Tsun Yip Holdings Limited (the “Company”).

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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Placing before deciding whether or not to invest in the Placing Shares thereby being offered.



TSUN YIP HOLDINGS LIMITED

進業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

**LISTING BY WAY OF PLACING
ON
THE GROWTH ENTERPRISE MARKET OF
THE STOCK EXCHANGE OF HONG KONG LIMITED**

Number of Placing Shares : 24,800,000 Placing Shares
Placing Price : HK\$1.28 per Share (payable in full upon application,
plus brokerage fee of 1%, SFC transaction levy of 0.004%
and Stock Exchange trading fee of 0.005%)
Nominal value : HK\$0.01 each
Board Lot : 2,000 Shares
Stock code : 8356

Sponsor



Optima Capital Limited

Lead Manager



CIMB Securities (HK) Limited

Underwriters

**CIMB Securities (HK) Limited
K.K.M. Securities Limited
I-Access Investors Limited
Sinomax Securities Limited
Gransing Securities Co., Limited**

- The 24,800,000 Placing Shares offered by the Company under the Placing have been slightly over-subscribed.
- 24,800,000 Placing Shares have been conditionally allocated to a total of 267 selected investors.
- The Directors confirm that all the places under the Placing are independent of and not connected with any of the Directors, chief executive, Controlling Shareholders, Substantial Shareholders or significant shareholders (as defined under the GEM Listing Rules) of the Company or any of its subsidiaries, and their respective associates or any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing.
- Immediately after completion of the Placing and the Capitalisation Issue, the Directors confirm that the public float of the Company will be 25% of the enlarged issued share capital of the Company at the time of Listing, and not more than 50% of the Shares in public hands at the time of Listing will be owned by the three largest public Shareholders.
- Dealings in the Shares on GEM are expected to commence at 9:30 a.m. on Monday, 30 August 2010.
- **Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

LEVEL OF INDICATION OF INTEREST UNDER THE PLACING

The 24,800,000 Placing Shares offered by the Company under the Placing have been slightly over-subscribed.

RESULTS OF ALLOCATION

Pursuant to the Placing, 24,800,000 Placing Shares have been conditionally allocated to a total of 267 selected investors. The allocation of the Placing Shares is set out below:

Number of Placing Shares allocated

	Number of places
2,000 to 10,000	254
10,001 to 100,000	5
100,001 to 1,000,000	1
1,000,001 or above	<u>7</u>
Total	<u><u>267</u></u>

The distribution of the Placing Shares is as follows:

	Aggregate number of Placing Shares allocated	Approximate percentage to the total number of Placing Shares (i.e. 24,800,000 Placing Shares)	Approximate percentage of shareholding to the enlarged issued share capital of the Company immediately after completion of the Placing and the Capitalisation Issue (i.e. 99,200,000 Shares)
Top placee	4,200,000	16.94%	4.23%
Top 5 placees	18,160,000	73.23%	18.31%
Top 10 placees	23,910,000	96.41%	24.10%
Top 25 placees	24,070,000	97.06%	24.26%

The Directors confirm that all the placees under the Placing are independent of and not connected with any of the Directors, chief executive, Controlling Shareholders, Substantial Shareholders or significant shareholders (as defined under the GEM Listing Rules) of the Company or any of its subsidiaries, and their respective associates or any person or group of persons as stated in Notes 1 and 2 to Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing.

Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

MINIMUM PUBLIC FLOAT REQUIREMENT

Pursuant to Rule 11.23(7) of the GEM Listing Rules, the Company is required to maintain a public float of not less than 25% of its total issued share capital at the time of Listing and at all times thereafter. Pursuant to Rule 11.23(8) of the GEM Listing Rules, not more than 50% of the Shares in public hands at the time of Listing shall be owned by the three largest public Shareholders. Immediately after completion of the Placing and the Capitalisation Issue, the Directors confirm that the public float of the Company will be 25% of the enlarged issued share capital of the Company, and not more than 50% of the Shares in public hands at the time of Listing will be owned by the three largest public Shareholders.

DEPOSIT OF SHARE CERTIFICATES INTO CCASS

Subject to the granting by the Listing Division of the listing of, and permission to deal in, the Shares on GEM, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date (i.e. 30 August 2010) or on any other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

No receipt will be issued for application monies paid. The Company will not issue temporary documents of title.

The share certificates issued in respect of the Placing Shares will be deposited into CCASS on Friday, 27 August 2010 for credit to the respective CCASS participants' stock accounts or investor participants invest accounts of the Underwriters, the placees or their agents (as the case may be).

Prospective investors of the Placing Shares should note that the Sponsor and the Lead Manager (for themselves and on behalf of the Underwriters), acting jointly, are entitled to terminate the obligations of the Lead Manager and the Underwriters under the Underwriting Agreement by notice in writing to the Company given by the Sponsor and the Lead Manager (for themselves and on behalf of the Underwriters), upon the occurrence of any of the events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. In the event that the conditions of the Placing as mentioned therein are not fulfilled on or before 19 September 2010 (Hong Kong time), the Placing will lapse and all monies received will be refunded to

applicants of the Placing Shares without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the Exchange Website at <http://www.hkexnews.hk> and the Company's website at <http://www.tsunyip.hk> on the next Business Day following such lapse.

COMMENCEMENT OF DEALINGS

Dealings in the Shares on GEM are expected to commence at 9:30 a.m. on Monday, 30 August 2010. If there is any change to the expected timetable, an announcement will be published immediately by the Company on the Exchange Website at <http://www.hkexnews.hk> and the Company's website at <http://www.tsunyip.hk>. The Shares will be traded in board lot of 2,000 Shares each.

By order of the Board
Tsun Yip Holdings Limited
Kan Kwok Cheung
Chairman & Executive Director

Executive Directors:

Kan Kwok Cheung
Cheng Ka Ming, Martin
Fung Chung Kin
Chia Thien Loong, Eric John

Independent non-executive Directors:

Lim Hung Chun
Lo Ho Chor
Sung Lee Kwok

Hong Kong, 27 August 2010

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

This announcement will remain on the Exchange Website at <http://www.hkexnews.hk> and on the "Latest Company Announcements" page for 7 days from the day of its posting. This announcement will also remain on the Company's website at <http://www.tsunyip.hk>.