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英皇證券集團有限公司*
Emperor Capital Group Limited
(Incorporated in Bermuda with limited liability)
(Stock code: 717)

COMPLETION OF SUBSCRIPTION AND ISSUANCE OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of the Company dated 1 December 2016 (the “**Announcement**”) in relation to the subscription of 612,900,000 Subscription Shares at a price of HK\$0.66 per Subscription Share. Unless otherwise defined, all capitalized terms used herein shall have the same meanings as defined in the Announcement.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that all the conditions as set out in the Subscription Agreement have been fulfilled and completion of the Subscription took place on 14 December 2016. Pursuant to the Subscription Agreement, an aggregate of 612,900,000 Subscription Shares have been allotted and issued to the Subscriber at the Subscription Price of HK\$0.66 per Subscription Share on the same day.

The Subscriber is a subsidiary of China Taiping Insurance Group Limited. All of the Subscription Shares are beneficially owned by China Taiping Insurance Holdings Company Limited, a company listed on the Stock Exchange (Stock Code : 966) and ultimately controlled by China Taiping Insurance Group Limited. The Subscriber is subscribing as trustee on behalf of subsidiaries of China Taiping Insurance Holdings Company Limited. China Taiping Insurance Group is a PRC state-owned financial and insurance group, and is currently the longest standing national brand in China's insurance industry. Its business covers life insurance, general insurance, pension plans, reinsurance, securities brokerage, asset management and non-financial investment, and its operations have presence in many countries and regions including the PRC, Hong Kong, Macau, Europe, Oceania, East Asia and Southeast Asia.

The net proceeds from the Subscription, after deducting related expenses of the Subscription, is approximately HK\$404.5 million.

** for identification purposes only*

SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and after completion of the Subscription is set out as follows:

Shareholders	Immediately before completion of the Subscription		Immediately after completion of the Subscription	
	Number of Shares	%	Number of Shares	%
Emperor Capital Holdings (Note 1)	2,667,805,360	43.54	2,667,805,360	39.58
Ms. Daisy Yeung (Note 2)	18,000,000	0.29	18,000,000	0.27
Mr. Chan Shek Wah (Note 2)	20,457,000	0.33	20,457,000	0.30
Ms. Choi Suk Hing, Louisa (Note 2)	4,680,000	0.08	4,680,000	0.07
Ms. Pearl Chan (Note 2)	2,925,000	0.05	2,925,000	0.04
Sub-total	2,713,867,360	44.29	2,713,867,360	40.26
<i>Public Shareholders</i>				
- The Subscriber (Note 3)	-	-	612,900,000	9.09
- Bonanaz Network Limited (Note 4)	609,914,000	9.95	609,914,000	9.05
- Other public Shareholders	2,804,164,364	45.76	2,804,164,364	41.60
Total	6,127,945,724	100.00	6,740,845,724	100.00

Notes:

- Emperor Capital Holdings is indirectly held by AY Trust of which Ms. Daisy Yeung is one of the eligible beneficiaries and has deemed interest in such Shares.
- Ms. Daisy Yeung, Mr. Chan Shek Wah, Ms. Choi Suk Hing, Louisa and Ms. Pearl Chan are executive Directors.
- To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Subscriber and its ultimate controlling shareholder are Independent Third Parties.
- Bonanaz Network Limited is a wholly-owned subsidiary of China Huarong International Holdings Limited, which in turn is an indirect subsidiary of China Huarong Asset Management Co., Ltd., a company listed on the Stock Exchange (Stock Code: 2799) and one of the largest financial asset management companies in China. The number of Shares held by Bonanaz Network Limited represents the number of Shares as recorded in the register maintained by the Company pursuant to Section 336 of the Securities and Futures Ordinance or as otherwise notified to the Company and the Stock Exchange as at the date hereof.

By order of the Board
Emperor Capital Group Limited
Daisy Yeung
Managing Director

Hong Kong, 14 December 2016

As at the date of this announcement, the Board comprises:

Executive Directors:

Ms. Daisy Yeung
Mr. Chan Shek Wah
Ms. Choi Suk Hing, Louisa
Ms. Pearl Chan

Independent Non-Executive Directors:

Mr. Chu Kar Wing
Mr. Poon Yan Wai
Ms. Wan Choi Ha