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SINO HARBOUR HOLDINGS GROUP LIMITED

漢港控股集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1663)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing agent



The conditions precedent to the Placing Agreement have been fulfilled and completion of the Placing has taken place on 19 October 2015. A total of 32,000,000 Placing Shares have been successfully placed to not less than six Places at the Placing Price.

Reference is made to the announcement of the Company dated 7 October 2015 relating to the Placing (the “**Announcement**”). Unless otherwise stated herein, capitalised terms used in this announcement shall have the same respective meaning as defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that the conditions precedent to the Placing Agreement have been fulfilled and completion of the Placing has taken on 19 October 2015 (the “**Completion**”) pursuant to the terms and conditions of the Placing Agreement. A total of 32,000,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$1.56 per Placing Share to not less than six Placees, who and whose ultimate beneficial owners are, to the Directors’ best knowledge, information and belief having made all reasonable enquiries, Independent Third Parties . None of the Placees has become a substantial shareholder (as defined in the Listing Rules) of the Company as a result of the Completion. As at the date of this announcement, the 32,000,000 Placing Shares represent (i) approximately 2.67% of the issued share capital of the Company immediately before Completion, and (ii) approximately 2.60% of the issued share capital of the Company immediately after Completion as enlarged by the issue and allotment of the Placing Shares.

The net proceeds from the Placing, after deducting the relating placing commission, professional fees and other related expenses, amounted to approximately HK\$46.5 million (HK\$1.56 per Placing Share), which the Company intends to utilize for the general working capital of the Group.

CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the changes to the shareholding structure of the Company immediately before and after the Completion.

Shareholders	Shareholding immediately before Completion		Shareholding immediately after Completion	
	<i>Number of issued Shares</i>	<i>Approximate %</i>	<i>Number of issued Shares</i>	<i>Approximate %</i>
Pan Hong Holdings (Note)	900,000,000	75.00	900,000,000	73.05
Public Shareholders				
Placees	-	-	32,000,000	2.60
Other public Shareholders	<u>300,000,000</u>	<u>25.00</u>	<u>300,000,000</u>	<u>24.35</u>
Total number of issued Shares	<u>1,200,000,000</u>	<u>100</u>	<u>1,232,000,000</u>	<u>100</u>

Note: These Shares were/are held by Pan Hong Holdings as beneficial owner. Pan Hong Holdings was/is owned as to approximately 56.22% by Extra Good Enterprises Ltd., which was/is in turn owned as to 52% by Mr. Wong Lam Ping, the husband of Ms. Chan Heung Ling (“Ms. Chan”), a non-executive Director and the chairlady of the Company and as to 48% by Ms. Chan.

By order of the Board
Sino Harbour Holdings Group Limited
SHI Feng
Deputy Chairman and Executive Director

Hong Kong, 19 October 2015

As at the date of this announcement, the Board comprises seven Directors, including three executive Directors, namely Mr. SHI Feng (Deputy Chairman and Chief Executive Officer), Mr. WONG Lui and Ms. GAO Lan; one non-executive Director, namely Ms. CHAN Heung Ling (Chairlady); and three independent non-executive Directors, namely Mr. XIE Gang, Mr. LEE Man To and Ms. ZHANG Juan.

In the event of any inconsistency between the English and Chinese versions of this announcement, the English version of this announcement shall prevail over the Chinese version.