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ABC COMMUNICATIONS (HOLDINGS) LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 30)

SUPPLEMENTAL PLACING AGREEMENT

Reference is made to the announcement (the “**Announcement**”) of the Company dated 27 April 2015 in relation to, among other things, the Placing. Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the Announcement.

As set out in the Announcement, pursuant to the Placing Agreement, if the conditions precedent in respect of the Placing are not fulfilled or waived on or before 4:00 p.m. (Hong Kong time) on 1 September 2015 (or such other time and date as may be agreed between the Placing Agent and the Company) (the “**Long Stop Date for Placing**”), the Placing Agreement shall thereupon lapse and become null and void. Completion of the Placing shall take place no later than 4:00 p.m. on the fifth business days after the date of the Long Stop Date for Placing (the “**Completion Date for Placing**”).

On 15 July 2015, the Company and the Placing Agent entered into a supplemental placing agreement (the “**Supplemental Placing Agreement**”), pursuant to which: (i) the Long Stop Date for Placing shall be changed to on or before 4:00 p.m. (Hong Kong time) on the date falling on the 30th day after obtaining the Shareholders’ approval for the relevant resolution in relation to the Placing and the transactions contemplated thereunder at the SGM; and (ii) the Completion Date for Placing shall take place not later than 4:00 pm on the second business day after the Long Stop Date for Placing.

Save for the above amended terms, all other the provisions of the Placing Agreement shall remain in full force and effect and shall continue to be binding on the parties thereto in accordance with its terms and conditions.

The Directors consider that amended terms set out above are more in line with the market practice and the entering into the Supplemental Placing Agreement is in the best interests of the Company and the Shareholders as a whole.

By order of the Board
ABC Communications (Holdings) Limited
Chow Wang
Chairman

Hong Kong, 15 July 2015

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

Executive Directors:

Mr. Chow Wang (*Chairman*)

Mr. Cheung Wai Shing

Mr. Xu Jian Zhong

Non-Executive Director:

Mr. Fong For

Independent Non-executive Directors:

Mr. Jiang Zhi

Mr. Leung Ka Kui, Johnny

Ms. Wong Chui San, Susan