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ABC COMMUNICATIONS (HOLDINGS) LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 30)

COMPLETION OF PLACING OF NEW SHARES UNDER REFRESHED GENERAL MANDATE

Placing Agent



The Board is pleased to announce that all the conditions of the Placing Agreement have been fulfilled and the completion of the Placing took place on 23 September 2015, whereby a total of 214,138,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of ABC Communications (Holdings) Limited (the “**Company**”) dated 10 September 2015 (the “**Announcement**”) in relation to the Placing. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meaning as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions of the Placing Agreement have been fulfilled and the completion of the Placing took place on 23 September 2015, whereby a total of 214,138,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.189 per Placing Share.

To the best of the Directors' knowledge, information and belief having made all reasonable enquires, each of the Placees (and, where appropriate, their respective ultimate beneficial owners) is not a connected person of the Company and is a third party independent of the directors, chief executive or substantial shareholders of the Company or any of its subsidiaries or any of their respective associates. None of the Placees nor their associates has become a substantial shareholder (as defined under the Listing Rules) of the Company upon completion of the Placing.

The gross proceeds from the Placing are approximately HK\$40.47 million and the net proceeds from the Placing, after deducting the placing commission and other professional fees incurred by the Company in the Placing, are approximately HK\$40.06 million. The net proceeds of the Placing will be utilized by the Company for financing the Group's money lending business.

SHAREHOLDING STRUCTURE OF THE COMPANY

The 214,138,000 Placing Shares represent (i) approximately 10.78% of the issued share capital of the Company immediately before completion of the Placing; and (ii) approximately 9.73% of the issued share capital of the Company as enlarged by the issue of the 214,138,000 Placing Shares.

Set out below is the shareholding structure of the Company (based on the disclosure of interests filings published on the website of the Stock Exchange and the information available to the Company) (i) immediately before completion of the Placing; and (ii) upon completion of the Placing:

	Immediately before completion of the Placing		Upon completion of the Placing	
	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>
Mr. Fong For (<i>Note 1</i>)	331,068,000	16.67%	331,068,000	15.05%
Mr. Chow Wang (<i>Note 2</i>)	64,964,000	3.27%	64,964,000	2.95%
Public shareholders:				
Placees	–	–	214,138,000	9.73%
Other public shareholders	<u>1,590,383,200</u>	<u>80.06%</u>	<u>1,590,383,200</u>	<u>72.27%</u>
Total	<u>1,986,415,200</u>	<u>100.00%</u>	<u>2,200,553,200</u>	<u>100.00%</u>

Notes:

1. Mr. Fong For is a Non-executive Director of the Company.
2. Mr. Chow Wang is an Executive Director of the Company.

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

Hong Kong, 23 September 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