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# ABC COMMUNICATIONS (HOLDINGS) LIMITED

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 30)**

## COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER REFRESHED GENERAL MANDATE

The Board is pleased to announce that all conditions of the Subscription have been fulfilled and the completion of the Subscription took place on 12 October 2015. Pursuant to the terms and conditions of the Subscription Agreements, an aggregate of 30,000,000 new Shares were issued and allotted to the Investors at the Subscription Price of HK$0.197 per Subscription Share. As between the Investors, 20,000,000 and 10,000,000 Subscription Shares were issued and allotted to Investor A and Investor B respectively.

The Subscription Shares represent (i) approximately 1.36% of the issued share capital of the Company immediately before completion of the Subscription; and (ii) approximately 1.34% of the issued share capital of the Company as enlarged by the issue of Subscription Shares.

Reference is made to the announcement of the Company dated 29 September 2015 (the "**Announcement**") in relation to the Subscription pursuant to the Subscription Agreements. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

## THE SUBSCRIPTION AGREEMENTS

The Board is pleased to announce that all conditions of the Subscription have been fulfilled and the completion of the Subscription took place on 12 October 2015. Pursuant to the terms and conditions of the Subscription Agreements, an aggregate of 30,000,000 new Shares were issued and allotted to the Investors at the Subscription Price of HK$0.197 per Subscription Share. As between the Investors, 20,000,000 and 10,000,000 Subscription Shares were issued and allotted to Investor A and Investor B respectively.

The gross and net proceeds arising from the Subscription both amounted to approximately HK$5.91 million. The net proceeds raised per Subscription Share arising from the Subscription amounted to approximately HK$0.197 per Subscription Share.

Prior to the entering into of the Subscription Agreements, Investor A and Investor B were respectively interested in 11,086,000 and 59,898,000 Shares, representing 0.50% and 2.72% of the issued share capital of the Company. Immediately after completion of the Subscription, Investor A and Investor B are respectively interested in 31,086,000 and 69,898,000 Shares, representing 1.39% and 3.13% of the issued share capital of the Company. None of the Investors nor their respective associates has become a substantial shareholder of the Company immediately after the Subscription.

## EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The Subscription Shares represent (i) approximately 1.36% of the issued share capital of the Company immediately before completion of the Subscription; and (ii) approximately 1.34% of the issued share capital of the Company as enlarged by the issue of Subscription Shares.

The table below illustrates the shareholding structure of the Company (i) immediately before the completion of the Subscription; and (ii) immediately after completion of the Subscription:

| Shareholders | Immediately before completion of the Subscription | | Immediately after completion of the Subscription | |
|---|---|---|---|---|
| | *No. of Shares* | *Approx. %* | *No. of Shares* | *Approx. %* |
| Mr. Fong For *(Note 1)* | 331,068,000 | 15.05 | 331,068,000 | 14.85 |
| Mr. Chow Wang *(Note 2)* | 64,964,000 | 2.95 | 64,964,000 | 2.91 |
| Public shareholders: | | | | |
| Investor A | 11,086,000 | 0.50 | 31,086,000 | 1.39 |
| Investor B | 59,898,000 | 2.72 | 69,898,000 | 3.13 |
| Other public shareholders | 1,733,537,200 | 78.78 | 1,733,537,200 | 77.72 |
| Total | 2,200,553,200 | 100.00% | 2,230,553,200 | 100.00% |

*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 of
**ABC Communications (Holdings) Limited**
**Chow Wang**
*Chairman & Executive Director*

Hong Kong, 12 October 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