

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities.



EMINENCE ENTERPRISE LIMITED

高山企業有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 616)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



結好證券有限公司
GET NICE SECURITIES LIMITED

The Directors wish to announce that all conditions of the Placing had been fulfilled and the completion of the Placing had taken place on 22 September 2016. Pursuant to the terms and conditions of the Placing Agreement, 223,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.18 per Placing Share.

Reference is made to the announcement issued by the Company on 8 September 2016 in relation to the Placing (the “**Announcement**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

COMPLETION OF THE PLACING OF NEW SHARES

The Directors wish to announce that all conditions of the Placing had been fulfilled and the completion of the Placing had taken place on 22 September 2016. Pursuant to the terms and conditions of the Placing Agreement, 223,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.18 per Placing Share. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquires, the Placees and their respective ultimate beneficial owners are independent professional, institution or individual investors. They are not parties acting in concert with the controlling shareholders (as defined under the Codes on Takeovers and Mergers and Share Repurchases) of the Company and are not connected with any directors, chief executive or substantial shareholders of the Company or its subsidiaries and its associates. Upon completion of the Placing, none of the Placees and their respective associates has become a substantial shareholder of the Company.

The net proceeds from the Placing, after deducting the placing commission and other related expenses payable by the Company, of approximately HK\$39,600,000 are intended to be used towards appropriate acquisition and investment opportunities, and the general working capital of the Group.

SHAREHOLDING STRUCTURE OF THE COMPANY

The 223,000,000 Placing Shares represent (i) approximately 18.79% of the issued share capital of the Company immediately before completion of the Placing; and (ii) approximately 15.82% of the enlarged issued share capital of the Company immediately after completion of the Placing.

Set out below is the shareholding structure of the Company (i) immediately before completion of the Placing; (ii) immediately upon completion of the Placing (assuming no other Shares are issued and/or repurchased); and (iii) immediately upon completion of the Placing (assuming that the conversion rights attaching to the convertible note are exercised in full):

	Immediately before completion of the Placing		Immediately after completion of the Placing (assuming no other Shares are issued and/or repurchased)		Immediately after completion of the Placing (assuming that the conversion rights attaching to the convertible notes are exercised in full)	
	Number of Shares	%	Number of Shares	%	Number of Shares	%
Substantial Shareholders						
Landmark Profits Goodco	93,549,498	7.88	93,549,498	6.64	93,549,498	5.13
- Shares	363,781,194	30.66	363,781,194	25.81	363,781,194	19.95
- underlying Shares of 2014 CB (Note 2)	880,281	-	880,281	-	880,281	0.05
Sub-total	457,330,692	38.54	457,330,692	32.44	458,210,973	25.13
Noteholder						
- underlying Shares of 2015 CB (Note 3)	260,606,060	-	260,606,060	-	260,606,060	14.29
- underlying Shares of 2016 CB (Note 4)	152,222,222	-	152,222,222	-	152,222,222	8.35
Public						
Placees (Note 1)	0	0	223,000,000	15.82	223,000,000	12.23
Other public shareholders	729,278,845	61.46	729,278,845	51.74	729,278,845	40.00
Total	<u>1,186,609,537</u>	<u>100.00</u>	<u>1,409,609,537</u>	<u>100.00</u>	<u>1,823,318,100</u>	<u>100.00</u>

Notes:

1. To the best of the knowledge of Directors, the Placees and their ultimate beneficial owners are third parties independent of and not connected with the Company and its respective connected persons. None of the Placees and their respective associates has become a substantial shareholder of the Company. Therefore, the Placees are treated as public Shareholders.
2. Pursuant to the terms of the 2014 CB, Goodco may convert at any time within the 5-year period commencing from 27 March 2014.

3. Pursuant to the terms of the 2015 CB, Madian Star Limited may convert at any time within the 2-year period commencing from 12 June 2015.
4. Pursuant to the terms of the 2016 CB, Able Merchant Limited may convert at any time within the 3-year period commencing from 27 July 2016.

By Order of the Board
Eminence Enterprise Limited
Kwong Jimmy Cheung Tim
Chairman and Chief Executive Officer

Hong Kong, 22 September 2016

As at the date hereof, the board of directors of the Company comprises Mr. Kwong Jimmy Cheung Tim, Ms. Lui Yuk Chu and Ms. Koon Ho Yan Candy as executive directors, Mr. Tse Wing Chiu Ricky and Mr. Lai Law Kau as non-executive directors; and Mr. Kan Ka Hon, Mr. Lau Sin Ming and Mr. Foo Tak Ching as independent non-executive directors.