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中國金洋集團有限公司 CHINA GOLDJOY GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1282)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement (the “**Announcement**”) of China Goldjoy Group Limited (the “**Company**”) dated 25 October 2017 in relation to the Subscription Agreement entered into by the Company and Virtue Dragon Holdings Limited (the “**Subscriber**”) on 25 October 2017. Unless otherwise stated, terms used in this announcement shall have the same meanings as defined in the Announcement.

The Board is pleased to announce that all conditions precedent of the Subscription Agreement have been fulfilled and Completion took place on 13 November 2017. Pursuant to the Subscription Agreement, an aggregate of 862,068,000 Subscription Shares have been allotted and issued to the Subscriber at the Subscription Price of HK\$0.58 per Subscription Share. The Subscription Shares had been issued under the General Mandate.

The shareholding structure of the Company immediately before and after the allotment of the Subscription Shares upon Completion is as follows:

Shareholders of the Company	Immediately before Completion		Immediately upon Completion	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Mr. Yao Jianhui	44,468,000	0.21	44,468,000	0.19
Tinmark Development Limited (Note)	10,771,835,600	48.63	10,771,835,600	46.81
Foresea Life Insurance Co., Ltd.	4,219,560,000	19.05	4,219,560,000	18.34
The Subscriber	–	–	862,068,000	3.75
Other public shareholders	7,112,734,500	32.11	7,112,734,500	30.91
	22,148,598,100	100.00	23,010,666,100	100.00

Note: Tinmark Development Limited is wholly-owned by Mr. Yao Jianhui.

By Order of the Board
China Goldjoy Group Limited
Yao Jianhui
Chairman and Chief Executive Officer

Hong Kong, 13 November 2017

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Yao Jianhui, Mr. Li Minbin and Mr. Zhang Chi; one non-executive director, namely Mr. Huang Wei; and three independent non-executive directors, namely Mr. Wong Chun Bong, Professor Lee Kwok On, Matthew, and Mr. Lee Kwan Hung.