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## **POWERWELL PACIFIC HOLDINGS LIMITED**

**宏峰太平洋集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8265)**

### **COMPLETION OF THE PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



**英皇證券(香港)有限公司**  
**Emperor Securities Limited**

References are made to the announcements of the Company dated 15 July 2015 and 16 July 2015 respectively (the “**Announcements**”) in relation to the Placing of a maximum of 35,200,000 new Shares by the Placing Agent on a best effort basis to not less than six Places at a price of HK\$0.725 per Placing Share pursuant to the Placing Agreement. Unless otherwise defined, all capitalized terms used herein shall have the same meanings as defined in the Announcements.

#### **COMPLETION OF THE PLACING**

The Board is pleased to announce that all conditions precedent of the Placing as set out in the Placing Agreement have been fulfilled and the Placing was completed on 27 July 2015 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 35,200,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at the Placing Price of HK\$0.725 per Placing Share. The net proceeds from the Placing amount to approximately HK\$25.0 million will be used for used for working capital to the Group to meet any future development and obligations.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Places and their respective ultimate beneficial owners are independent and not connected with any directors, chief executive or substantial Shareholder of the Company or its subsidiaries and their respective associates. None of the Places becomes a substantial Shareholder of the Company as a result of the Placing.

## SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and after completion of the Placing is set out as follows:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
King Full Inc Limited ( <i>note</i> )	156,390,000	59.24	156,390,000	52.27
Public Shareholders	107,610,000	40.76	107,610,000	35.97
Placees	—	—	<u>35,200,000</u>	<u>11.76</u>
	<u>264,000,000</u>	<u>100.00</u>	<u>299,200,000</u>	<u>100.00</u>

*Note:* King Full Inc Limited is wholly and beneficially owned by Mr. Fei Jie, who is an executive Director.

By order of the Board  
**Powerwell Pacific Holdings Limited**  
**Fei Jie**  
*Chairman and Executive Director*

Hong Kong, 27 July 2015

*As at the date of this announcement, the executive Directors are Mr. Fei Jie and Mr. Fung Chi Kin and the independent non-executive Directors are Mr. Cheung Siu Wah, Mr. Jim Yiu Ming and Mr. Sit Sai Hung, Billy.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the website of the GEM at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement will also be published and remains on the website of the Company at [www.hklistco.com/8265](http://www.hklistco.com/8265).*