

Unless otherwise defined, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus (the “**Prospectus**”) of Legend Strategy International Holdings Group Company Limited (枋濬國際集團控股有限公司) (the “**Company**”) dated 30 June 2011.

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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Placing described below before deciding whether or not to invest in the Placing Shares thereby being offered.



LEGEND STRATEGY INTERNATIONAL HOLDINGS GROUP COMPANY LIMITED
枋濬國際集團控股有限公司

(a company incorporated in the Cayman Islands with limited liability)

**LISTING ON THE GROWTH ENTERPRISE MARKET OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF PLACING**

Number of Placing Shares : 45,000,000 Placing Shares
Placing Price : Not more than HK\$1.20 per Placing Share and
expected to be not less than HK\$0.80 per Placing
Share (payable in full upon application, plus
brokerage of 1%, SFC transaction levy of 0.003%
and Stock Exchange trading fee of 0.005%)
Nominal value : HK\$0.01 per Share
Stock code : 8160

Sponsor



Sole Bookrunner



SBI E2-CAPITAL (HK) LIMITED

Joint Lead Managers



SBI E2-CAPITAL (HK) LIMITED

Co-lead Manager



SBI E2-CAPITAL FINANCIAL SERVICES LIMITED

Copies of the Prospectus required by the GEM Listing Rules and the Companies Ordinance are available, for information purposes only, during normal office hours from 9:00 a.m. to 5:00 p.m. from 30 June 2011 up to 15 July 2011 (both dates inclusive) at the following offices:

- (i) **Quam Capital Limited** at Room 3208, Gloucester Tower, The Landmark, 11 Pedder Street, Central, Hong Kong;
- (ii) **SBI E2-Capital (HK) Limited** at Unit A2, 32/F., United Centre, 95 Queensway, Hong Kong;
- (iii) **Quam Securities Company Limited** at Room 3208, Gloucester Tower, The Landmark, 11 Pedder Street, Central, Hong Kong; and
- (iv) **SBI E2-Capital Financial Services Limited** at Unit A2, 32/F., United Centre, 95 Queensway, Hong Kong.

Pursuant to the Placing Agreement, the Company is offering 45,000,000 Placing Shares for subscription by way of Placing at the Placing Price on and subject to the terms and conditions as set out in the Prospectus.

The Placing is managed by the Joint Lead Managers on a best-efforts basis and is not underwritten. Should the amount of gross proceeds raised under the Placing be less than HK\$36 million (being 45 million Placing Shares times the lowest Placing Price of HK\$0.8 per Placing Share) (or such amount as agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the Co-lead Manager)) or the relevant total Placing Price is not received by the Joint Lead Managers at or before the Price Determination Time, the Placing will not proceed.

Applications for the Placing Shares will only be considered on the basis of the terms and conditions as set out in the Prospectus. The Placing is conditional upon the fulfillment of the conditions as set out under the paragraph headed “Conditions of the Placing” under the section headed “Structure and conditions of the Placing” of the Prospectus. If such conditions are not fulfilled (or, where applicable, waived) in accordance with the terms and conditions of the Placing Agreement on or before the dates and times as specified therein, the Placing will not proceed, and all money received will be refunded to applicants of the Placing Shares without interests and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published on the GEM Website at www.hkgem.com and the Company’s website at www.legendstrategy.com on the next Business Day immediately following the date of such lapse.

Investors should note that the Placing Agents are entitled to terminate their obligations under the Placing Agreement by notice in writing to the Company given by either of the Joint Lead Managers (for themselves and on behalf of the Co-lead Manager) upon the occurrence of any of the events set forth under the paragraph “Grounds for termination” under the section headed “Structure and conditions of the Placing” of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus, including any Shares which may be allotted and issued upon the exercise of any options that may be granted under the Share Option Scheme. Dealings in the Shares on GEM are expected to commence on 15 July 2011.

Subject to the granting by the Listing Division of the listing of, and permission to deal in, the Shares on GEM, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date as HKSCC chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

The final Placing Price is expected to be fixed between the Joint Lead Managers (for themselves and on behalf of the Co-lead Manager) and the Company at or before the Price Determination Time. The Price Determination Time is currently scheduled at or before 5:00 p.m. on 11 July 2011 (or such later time and/or date as agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the Co-lead Manager)). The final Placing Price will not be more than HK\$1.20 per Placing Share and is currently expected to be not less than HK\$0.80 per Placing Share unless otherwise announced.

If, for whatever reason, the Joint Lead Managers (for themselves and on behalf of the Co-lead Manager) and the Company are unable to reach any agreement on the final Placing Price by the Price Determination Time, the Placing will not become unconditional and will lapse. In such event, the Company will issue an announcement on GEM Website at www.hkgem.com and the Company's website at www.legendstrategy.com.

No receipt will be issued for application monies paid. The Company will not issue temporary documents of title. Share certificates will only become valid documents of title when the Placing has become unconditional in all respects and the Placing Agreement has not been terminated in accordance with its term prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

The announcement of the final Placing Price, the level of indication of interests in the Placing and the basis of allocations of the Placing Shares will be published on the GEM Website at www.hkgem.com and the Company's website at www.legendstrategy.com on 14 July 2011.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on 15 July 2011. The Shares will be traded on GEM in board lots of 3,000 Shares each. The stock code of the Shares is 8160.

By order of the Board
Legend Strategy International Holdings Group Company Limited
Fong, Man Kelvin
Chairman and Executive Director

Hong Kong, 30 June 2011

As at the date of this announcement, the executive Directors are Mr. Fong, Man Kelvin and Mr. Wong, William, the non-executive Director is Mr. De Weyer, Daniel Ludovicus Joannes, and the independent non-executive Directors are Dr. Wong, Hak Kun Jerry, Mr. Tam, Kwok Ming Banny and Mr. Tsoi, Wing Sum.

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 enquires, 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 and a copy of the Prospectus will remain on the GEM Website at www.hkgem.com and, in the case of this announcement, on the “Latest Company Announcements” page for at least seven days from the day of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at www.legendstrategy.com.