

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 purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



China Flavors and Fragrances Company Limited 中國香精香料有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3318)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent
Orient Securities Limited



The Board is pleased to announce that all conditions of the Placing have been fulfilled and completion of the Placing took place on 9 July 2012.

An aggregate of 80,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than 6 Placees pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of the Company dated 22 June 2012 in relation to the Placing (the “**Announcement**”). Capitalized 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

The Board announces that all conditions of the Placing have been fulfilled and the completion of the Placing took place on 9 July 2012. An aggregate of 80,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than 6 Placees. To the best of the Directors’ knowledge, information and belief and having made all reasonable enquires, the Placees and their ultimate beneficial owners (if any) are independent of and are not connected with the Company and its Connected Persons.

None of the Placees and their respective associates becomes a substantial shareholder (as defined under the Listing Rules) of the Company upon completion of the Placing.

The net proceeds from the Placing amount to approximately HK\$78 million and the Company intends to utilize the aforementioned net proceeds for the construction of a new production plant in Shenzhen, the People’s Republic of China.

Shareholding structure of the Company

The 80,000,000 Placing Shares represent approximately 14.58% of the Company's existing issued share capital of the Company of 548,783,885 Shares as at the date of this announcement and approximately 12.72% of its issued share capital as enlarged by the Placing. The aggregate nominal value of the Placing Shares under the Placing will be HK\$8,000,000.

The shareholding structure of the Company (i) immediately before completion of the Placing, and (ii) immediately after completion of the Placing is as follows:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Creative China Limited (<i>Note</i>)	324,551,838	59.14	324,551,838	51.62
Public	224,232,047	40.86	304,232,047	48.38
Total	548,783,885	100.00	628,783,885	100.00

Note:

Creative China Limited is owned as to 41.19% by Mr. Wang Ming Fan, as to 28.11% by Mr. Wong Ming Bun, as to 19.87% by Mr. Wang Ming You, as to 6.89% by Mr. Qian Wu and as to 3.94% by Mr. Li Qing Long.

By order of the Board
China Flavors and Fragrances Company Limited
中國香精香料有限公司
Wong Ming Fan
Director

Hong Kong, 9 July 2012

As at the date of this announcement, the executive directors of the Company are Mr. Wong Ming Bun, Mr. Wang Ming Fan, Mr. Li Qing Long, Mr. Wang Ming You and Mr. Qian Wu; and the independent non-executive directors of the Company are Mr. Leung Wai Man, Roger, Mr. Ng Kwun Wan and Mr. Zhou Xiao Xiong.