



25 July 2012

**High Concentration of Shareholding
in
Victory Group Limited (Stock Code: 1139)**

This announcement is made by the Securities and Futures Commission (“SFC”) in respect of the concentration of the shareholding of Victory Group Limited (“the Company”) in the hands of a limited number of shareholders as at 13 July 2012.

In view of the high concentration of shareholding in a small number of shareholders, shareholders and prospective investors should be aware that the price of the shares of the Company (“Shares”) could fluctuate substantially even with a small number of shares traded, and should exercise extreme caution when dealing in the Shares.

The SFC has recently completed an enquiry into the shareholding of the Company. Our findings suggested that as at 13 July 2012, 15 shareholders held an aggregate of 163,682,040 Shares, representing 19.05% of the issued Shares. Such shareholding, together with 644,350,152 Shares (representing 75% of the issued Shares) held aggregately by 2 substantial shareholders of the Company, represented 94.05% of the issued Shares. Therefore, only 51,114,246 Shares (representing 5.95% of the issued Shares) were held by other investors.

As at 13 July 2012, the shareholding structure of the Company was as follows:-

	Number of Shares held (Shares)	% of total number of issued Shares (%)
Mr. Chan Chun Choi (Note 1)	444,350,152	51.72
Mr. Lin Huiwen	200,000,000	23.28
A group of 15 shareholders (Note 2)	163,682,040	19.05
Other shareholders	51,114,246	5.95
Total	859,146,438	100.00

Note 1: Mr. Chan Chun Choi is the Chairman and Managing Director of the Company. Out of the 444,350,152 Shares, 202,575,000 Shares and 32,843,457 Shares were held through Winsley Investment Limited and Eternal Victory Enterprises Inc. respectively.

Note 2: Positions acquired on market after trading resumption.

Trading in the Shares was suspended since 27 September 2006. Following the fulfillment of all the resumption conditions and completion of the placing down arrangement (representing 17.7% of the issued Shares at the subscription price of HK\$0.13 per Share) to comply with



the public float requirement under the Listing Rules, trading in the Shares was resumed on 11 June 2012.

On the resumption day, share price of the Company closed at HK\$0.15. Since then, share price increased 260% to close at HK\$0.54 on 13 July 2012, off a high of HK\$0.89 on 10 July 2012. As at 24 July 2012, the Company's shares closed at HK\$0.61, representing an increase of 307% in share price since its trading resumption after a six-year suspension.

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