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PME GROUP LIMITED

必美宜集團有限公司*

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 379)

COMPLETION OF ISSUE OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all conditions precedent of the Subscription as set out in the Subscription Agreements have been satisfied, and the Subscription has been completed on 7 February 2013 in accordance with the terms and conditions of the Subscription Agreements.

An aggregate of 1,000,000,000 new Shares, representing approximately 8.39% of the total issued share capital of the Company as enlarged by the issue and allotment of the Subscription Shares as at the date of this announcement, have been allotted and issued by the Company to the Subscribers, at the Subscription Price of HK\$0.355 per Subscription Share under the General Mandate.

Reference is made to the announcement of PME Group Limited (the “**Company**”) dated 28 January 2013 (the “**Announcement**”) in relation to, among others, the Subscription. Capitalized terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that all conditions precedent of the Subscription as set out in the Subscription Agreements have been satisfied, and the Subscription has been completed on 7 February 2013 in accordance with the terms and conditions of the Subscription Agreements.

An aggregate of 1,000,000,000 new Shares, representing approximately 8.39% of the total issued share capital of the Company as enlarged by the issue and allotment of the Subscription Shares as at the date of this announcement, have been allotted and issued by the Company to the Subscribers, at the Subscription Price of HK\$0.355 per Subscription Share under the General Mandate.

The net proceeds (net of any related expenses borne by the Company) from the Subscription amounted to approximately HK\$354,900,000.

CHANGES IN SHAREHOLDING STRUCTURE

The table below sets out the Company's shareholding structure immediately before and immediately after completion of the Subscription, assuming there is no change in the existing shareholding of the Company except for the Subscription.

Shareholders	Immediately before completion		Immediately after completion	
	No. of Shares held (Shares)	Approximate percentage of shareholding (%)	No. of Shares held (Shares)	Approximate percentage of shareholding (%)
Worldkin Development Limited (Note 1)	2,860,000,000	26.19	2,860,000,000	23.99
Profit Win International Limited (Note 2)	1,200,000,000	10.99	1,200,000,000	10.07
Sino Life Insurance Co., Ltd.	920,000,000	8.43	1,720,000,000	14.43
On Tak Lee Trading Limited	-	0.00	200,000,000	1.68
Directors (Note 3)	88,700,000	0.81	88,700,000	0.75
Other public Shareholders	<u>5,850,497,600</u>	<u>53.58</u>	<u>5,850,497,600</u>	<u>49.08</u>
Total	<u>10,919,197,600</u>	<u>100.00</u>	<u>11,919,197,600</u>	<u>100.00</u>

Notes:

1. As at the date of this announcement, Mr. Wong Lik Ping, the Chairman and executive Director of the Company, holds entire interests of Worldkin Development Limited.
2. As at the date of this announcement, Mr. Chen Hui holds entire interests of Profit Win International Limited.
3. As at the date of this announcement, Ms. Yeung Sau Han Agnes and Ms. Chan Shui Sheung Ivy, the executive Directors of the Company, owns 27,250,000 Shares and 550,000 Shares respectively. Mr. Cheng Kwok Woo, the non-executive Director of the Company, owns 60,900,000 Shares.

By the order of the Board
PME Group Limited
Wong Lik Ping
 Chairman

Hong Kong, 7 February 2013

As at the date of this announcement, the Board comprises (1) Mr. Wong Lik Ping, Ms. Yeung Sau Han Agnes, Ms. Chan Shui Sheung Ivy, Mr. Lai Ka Fai, Mr. Wang Liang and Mr. Shi Chong as executive Directors; (2) Mr. Cheng Kwok Woo as non-executive Director, and (3) Mr. Leung Yuen Wing, Mr. Lam Kwok Hing Wilfred, Mr. Goh Choo Hwee and Mr. Ho Hin Yip as independent non-executive Directors.

** For identification purpose only*