

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims 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 appears for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1360)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

平安證券有限公司
Ping An Securities Limited

The Board is pleased to announce that the condition precedent of the Placing has been fulfilled and the completion of the Placing took place on 20 November 2014.

An aggregate of 40,000,000 Placing Shares, representing approximately 16.67% of the enlarged total issued share capital of the Company, have been allotted and issued by the Company under the Issue Mandate to not less than six Placees at the Placing Price of HK\$1.381 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of Mega Expo Holdings Limited (the “**Company**”) dated 12 November 2014 in relation to the Placing (the “**Announcement**”). Capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement unless otherwise stated.

COMPLETION OF PLACING

The Board is pleased to announce that the condition precedent of the Placing has been fulfilled and the completion of the Placing took place on 20 November 2014. An aggregate of 40,000,000 Placing Shares, representing approximately 16.67% of the enlarged total issued share capital of the Company, have been allotted and issued by the Company under the Issue Mandate to not less than six Placees at the Placing Price of HK\$1.381 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners are third parties independent of the Group and its connected persons (as defined in the Listing Rules). None of the Placees or their respective ultimate beneficial owner has become a substantial shareholder (as defined in the Listing Rules) of the Company immediately after completion of the Placing.

The net proceeds from the Placing, after the deduction of the commission payable to the Placing Agent and other related expenses incurred in the Placing, of approximately HK\$51 million are intended to be used for general working capital of the Group.

SHAREHOLDING STRUCTURE OF THE COMPANY

The Placing Shares represent (i) approximately 20% of the issued share capital of the Company immediately before completion of the Placing and (ii) approximately 16.67% of the issued share capital of the Company as enlarged by the issue of the Placing Shares.

Set out below is the shareholding structure of the Company (based on the disclosure of interests notifications published on the website of the Stock Exchange and the information available to the Company) (i) immediately before completion of the Placing; and (ii) immediately after completion of the Placing:

Shareholders	Shareholding immediately before completion of the Placing	Shareholding immediately after completion of the Placing
	<i>Number of Shares (approximate %)</i>	<i>Number of Shares (approximate %)</i>
Business Good Holdings Limited (<i>Note</i>)	140,000,000 (70.00%)	140,000,000 (58.33 %)
Placees	-	40,000,000 (16.67 %)
Other public Shareholders	60,000,000 (30.00 %)	60,000,000 (25.00 %)
Total	200,000,000	240,000,000

Note:

The Shares are registered in the name of Business Good Holdings Limited, of which Mr. Lee Chi Sang, the chairman and an executive Director, held 93.2% of the entire issued share capital of Business Good Holdings Limited.

By the order of the Board
Mega Expo Holdings Limited
Lee Chi Sang
Chairman

Hong Kong, 20 November 2014

As at the date of this announcement, the Board comprises Mr. Lee Chi Sang and Mr. Si Tze Fung as executive Directors; Mr. Chu Kwok Man and Mr. Law Sung Ching, Gavin as independent non-executive Directors.