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Jun Yang Financial Holdings Limited
君陽金融控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 397)

COMPLETION OF SPECIFIC MANDATE PLACING

The Board is pleased to announce that the conditions set out in the SM Placing Agreement have been fulfilled, and completion of the SM Placing took place on 14 October 2015 in accordance with the terms and conditions of the SM Placing Agreement.

An aggregate of 12,031,350,000 SM Placing Shares, representing approximately 61.41% of the issued share capital of the Company immediately after completion of the SM Placing, have been successfully placed to not less than six Placees who and whose ultimate beneficial owners are Independent Third Parties. The net proceeds from the SM Placing are approximately HK\$1,314 million.

Reference is made to the circular of Jun Yang Financial Holdings Limited (“**Company**”) dated 8 September 2015 (“**Circular**”) in relation to, amongst other matters, the placing of new shares under specific mandate and the announcement of the Company dated 25 September 2015 (“**Poll Result Announcement**”) in respect of the poll result of the Adjourned SGM at which the Special Mandate was granted. Capitalised terms used in this announcement shall have the same meanings as defined in the Circular unless otherwise stated.

The Board is pleased to announce that the conditions set out in the SM Placing Agreement have been fulfilled, and completion of the SM Placing took place on 14 October 2015 in accordance with the terms and conditions of the SM Placing Agreement. An aggregate of 12,031,350,000 SM Placing Shares, representing approximately 61.41% of the issued share capital of the Company immediately after completion of the SM Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.113 per SM Placing Share.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries and as confirmed by the Placing Agent, (i) each of the Placees and where appropriate, their respective ultimate beneficial owners, is an Independent Third Party; and (ii) none of the Placees becomes a substantial shareholder of the Company upon completion of the SM Placing. The net proceeds from the SM Placing are approximately HK\$1,314 million.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the changes to the shareholding structure of the Company as a result of completion of the SM Placing:

Shareholders	Immediately before Completion of the SM Placing		Immediately after Completion of the SM Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Mr. Bai Liang and his associate (<i>Note 1</i>)	612,052,723	8.10	612,052,723	3.12
Mr. Peng Libin (<i>Note 2</i>)	1,275,000	0.02	1,275,000	0.01
The Placees of the SM Placing	63,132,825	0.83	12,094,482,825	61.74
Other public Shareholders	6,882,616,797	91.05	6,882,616,797	35.13
Total	<u>7,559,077,345</u>	<u>100.00</u>	<u>19,590,427,345</u>	<u>100.00</u>

Notes:

- Mr. Bai Liang is an executive Director. Out of the 612,052,723 Shares, (i) 49,552,723 Shares are owned by Mr. Bai Liang in the capacity as beneficial owner; and (ii) 562,500,000 Shares are owned by Silver Idea Investments Limited, a company wholly-owned and controlled by Mr. Bai Liang.
- Mr. Peng Libin is an executive Director.

On behalf of the Board
Jun Yang Financial Holdings Limited
Bai Liang
Chairman

14 October 2015

As at the date of this announcement, the executive Directors are Mr. Bai Liang, Dr. Tang Sing Hing, Kenny, Mr. Jiang You, Mr. Siu Kam Chau, Mr. Peng Libin and Mr. Liu Guangdian, and the independent non-executive Directors are Mr. Chan Chi Yuen, Mr. Chik Chi Man and Mr. Lam Wing Tai.