

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 appears for information purposes only and does not constitute an invitation or offer to sell, dispose, acquire, purchase or subscribe for securities in the Company and neither this announcement nor anything herein forms the basis for any contract or commitment whatsoever.

Distribution of this announcement into jurisdictions other than Hong Kong may be restricted by law.

Persons who come into possession of this announcement should acquaint themselves with and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States. This announcement is for information purposes only and shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale or purchase of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

The securities referred to herein have not been and will not be registered under the US Securities Act or the laws of any state or jurisdiction of the United States, and may not be offered or sold within the United States, absent registration or an exemption from the registration requirements of the US Securities Act and applicable state laws. There is no intention to register any portion of the rights issue or any securities described herein in the United States or to conduct a public offering of securities in the United States.



SHENYIN WANGUO (H.K.) LIMITED

申銀萬國（香港）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 218)

**RESULTS OF THE RIGHTS ISSUE OF RIGHTS SHARES
AT THE RIGHTS ISSUE PRICE OF HK\$2.342 EACH
ON THE BASIS OF ONE RIGHTS SHARE
FOR EVERY TWO EXISTING SHARES
HELD ON THE RECORD DATE**

Underwriter of the Rights Issue



Shenyin Wanguo (H.K.) Holdings Limited

RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that as at 4:00 p.m. on Thursday, 8 January 2015, being the Latest Time for Acceptance of, and payment for, the Rights Shares and for application and payment for excess Rights Shares, a total of 504 valid acceptances and applications had been received for a total of 5,581,160,636 Rights Shares, which comprised:

- (a) 272 valid acceptances of provisional allotments for a total of 251,331,082 Rights Shares, representing approximately 94.71% of the total number of Rights Shares under the Rights Issue; and
- (b) 232 valid applications for a total of 5,329,829,554 excess Rights Shares, representing approximately 20.08 times of the total number of Rights Shares under the Rights Issue.

In aggregate, they represented approximately 21.03 times of the 265,379,563 Rights Shares available for subscription under the Rights Issue.

The Rights Issue became unconditional at 4:00 p.m. on Tuesday, 13 January 2015.

UNDERWRITING AGREEMENT

As all the conditions set out in the Underwriting Agreement had been fulfilled and the Underwriting Agreement had not been terminated by the Underwriter at or before 4:00 p.m. on Tuesday, 13 January 2015, the Underwriting Agreement became unconditional in all respects at 4:00 p.m. on Tuesday, 13 January 2015. As the Rights Issue was oversubscribed, the obligations of the Underwriter under the Underwriting Agreement in respect of the Underwritten Shares have been fully discharged.

EXCESS RIGHTS SHARES

Based on the number of valid acceptances referred to above, 14,048,481 Rights Shares were available as excess Rights Shares for subscription under the EAFs. The Board has resolved to allot all the excess Rights Shares as set out below in this announcement.

SHARE CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

It is expected that the Share certificates for all fully-paid Rights Shares and the refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares will be despatched, without interest, to applicants/allottees who are entitled thereto by ordinary post to their registered addresses at their own risk on or around Monday, 19 January 2015. Applicant(s)/allottee(s) will receive one Share certificate for all the Rights Shares allotted and issued to him/her/it.

COMMENCEMENT OF DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Tuesday, 20 January 2015.

Reference is made to the prospectus of Shenyin Wanguo (H.K.) Limited (the “**Company**”) dated Friday, 19 December 2014 (the “**Prospectus**”) and the announcement of the Company dated Friday, 28 November 2014 in respect of the Rights Issue. Capitalised terms used herein shall have the same meanings as those defined in the Prospectus unless otherwise stated.

RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that as at 4:00 p.m. on Thursday, 8 January 2015, being the Latest Time for Acceptance of, and payment for, the Rights Shares and for application and payment for the excess Rights Shares, a total of 504 valid acceptances and applications had been received for a total of 5,581,160,636 Rights Shares, which comprised:

- (a) 272 valid acceptances of provisional allotments for a total of 251,331,082 Rights Shares, representing approximately 94.71% of the total number of Rights Shares under the Rights Issue; and
- (b) 232 valid applications for a total of 5,329,829,554 excess Rights Shares, representing approximately 20.08 times of the total number of Rights Shares under the Rights Issue.

In aggregate, they represented approximately 21.03 times of the 265,379,563 Rights Shares available for subscription under the Rights Issue.

The Rights Issue became unconditional at 4:00 p.m. on Tuesday, 13 January 2015.

UNDERWRITING AGREEMENT

As all the conditions set out in the Underwriting Agreement had been fulfilled and the Underwriting Agreement had not been terminated by the Underwriter at or before 4:00 p.m. on Tuesday, 13 January 2015, the Underwriting Agreement became unconditional in all respects at 4:00 p.m. on Tuesday, 13 January 2015. As the Rights Issue was oversubscribed, the obligations of the Underwriter under the Underwriting Agreement in respect of the Underwritten Shares have been fully discharged.

EXCESS RIGHTS SHARES

Based on the number of valid acceptances referred to above, 14,048,481 Rights Shares were available as excess Rights Shares for subscription under the EAFs. Given that the number of excess Rights Shares is insufficient to satisfy all valid applications, upon consultation with the Underwriter, the Board has resolved to allocate the 14,048,481 excess Rights Shares on a fair and reasonable basis to the Qualifying Shareholders on a pro-rata basis by reference to the number of excess Rights Shares applied for by them.

The allotment results in respect of the excess Rights Shares are as follows:

Number of excess Rights Shares applied for	Number of valid excess applications	Total number of excess Rights Shares applied for	Total number of excess Rights Shares allotted	Approximate percentage of allocation based on the total number of excess Rights Shares applied for in the category	Basis of allotment
1 to 19,804,900	231	131,401,925	347,035	0.264%	Allot 0.264% of the excess Rights Shares applied for (rounded up to the nearest Share)
19,804,901 to 5,198,427,629	1	5,198,427,629	13,701,446	0.264%	Allot approximately 0.264% of the excess Rights Shares applied for
Total	<u>232</u>	<u>5,329,829,554</u>	<u>14,048,481</u>		

SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company immediately before and after completion of the Rights Issue is as follows:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>Number of Shares</i>	<i>Approx. %</i>	<i>Number of Shares</i>	<i>Approx. %</i>
SWHKH	2,045,000	0.38	3,306,648	0.42
SWHBVI (<i>Note 1</i>)	268,334,875	50.56	402,502,312	50.56
Other Shareholders	<u>260,379,251</u>	<u>49.06</u>	<u>390,329,729</u>	<u>49.02</u>
Total	<u><u>530,759,126</u></u>	<u><u>100.00</u></u>	<u><u>796,138,689</u></u>	<u><u>100.00</u></u>

Note:

(1) SWHBVI is held directly as to approximately 50.52% by VSI. VSI is wholly-owned by SWHKH.

SHARE CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

It is expected that the Share certificates for all fully-paid Rights Shares and the refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares will be despatched, without interest, to applicants/allottees who are entitled thereto by ordinary post to their registered addresses at their own risk on or around Monday, 19 January 2015. Applicant(s)/allottee(s) will receive one Share certificate for all the Rights Shares allotted and issued to him/her/it.

COMMENCEMENT OF DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Tuesday, 20 January 2015.

By order of the Board
Shenyin Wanguo (H.K.) Limited
Chu Xiaoming
Chairman

Hong Kong, 16 January 2015

As at the date of this announcement, the Board comprises 8 directors, of which Mr. Chu Xiaoming, Mr. Lu Wenqing, Mr. Guo Chun and Mr. Lee Man Chun Tony are the executive directors, Mr. Zhang Lei is the non-executive director, Mr. Ng Wing Hang Patrick, Mr. Kwok Lam Kwong Larry and Mr. Zhuo Fumin are the independent non-executive directors.