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AMAX INTERNATIONAL HOLDINGS LIMITED

奧瑪仕國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 959)

COMPLETION OF PLACING OF EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

The Board announces that all conditions of the Placing and the Subscription have been fulfilled and the completion of the Placing and the Subscription took place on 28 November 2014 and 2 December 2014 respectively, in accordance with the terms and conditions of the Placing and Subscription Agreement in which an aggregate of 9,900,000 Placing Shares had been successfully placed to six Placees, who and whose ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Listing Rules), at a price of HK\$0.93 per Placing Share.

As all conditions of the Subscription have been fulfilled, the Company allotted and issued 9,900,000 Subscription Shares to the Subscriber at HK\$0.93 per Subscription Share on 2 December 2014.

Reference is made to the announcements of the Company dated 25 November 2014 and 26 November in respect of the Placing of existing Shares and Top-up Subscription of new shares under General Mandate (the “Announcement”). Unless defined otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board announces that all conditions of the Placing and the Subscription have been fulfilled and the completion of the Placing and the Subscription took place on 28 November 2014 and 2 December 2014 respectively. An aggregate of 9,900,000 Placing Shares have been successfully placed by the Placing Agent to six Placees at the Placing Price of HK\$0.93 per Placing Share pursuant to the terms and conditions of the Placing and Subscription Agreement. To the best of the Directors’ knowledge, information and belief and having made all reasonable enquiries, the Placees are independent third parties. The Placees have not become a substantial Shareholder (as defined under the Listing Rules) immediately after the Placing.

As all conditions of the Subscription had been fulfilled, the Company allotted and issued 9,900,000 Subscription Shares to the Subscriber at HK\$0.93 per Subscription Share on 2 December 2014. The net proceeds from the Subscription amount to approximately HK\$9.06 million which will be utilized for general working capital and investment of the Group.

The table below sets out the shareholding structures of the Company immediately before and after completion of the Placing and the Subscription:

Shareholder	Immediately before the Placing and the Subscription		Immediately after the Placing but before the Subscription		Immediately after the Subscription	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
Mr. Ng Man Sun (<i>Note 1</i>)	38,877,366	15.14	28,977,366	11.28	38,877,366	14.58
Places	—	—	9,900,000	3.86	9,900,000	3.71
Other public Shareholders	<u>217,955,420</u>	<u>84.86</u>	<u>217,955,420</u>	<u>84.86</u>	<u>217,955,420</u>	<u>81.71</u>
	<u>256,832,786</u>	<u>100.00</u>	<u>256,832,786</u>	<u>100.00</u>	<u>266,732,786</u>	<u>100.00</u>

Note: Mr. Ng Man Sun is the chairman and chief executive officer of the Company.

By order of the Board
Amax International Holdings Limited
Ng Man Sun
Chairman and Chief Executive Officer

Hong Kong, 2 December 2014

As at the date hereof, Mr. Ng Man Sun (Chairman and Chief Executive Officer) and Ms. Ng Wai Yee are the executive directors of the Company; and Ms. Yeung Pui Han, Regina, Mr. Li Chi Fai and Ms. Sie Nien Che, Celia are the independent non-executive directors of the Company.

* *for identification purpose only*