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SYMPHONY

**SYMPHONY HOLDINGS LTD.**

新豐集團有限公司\*

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 01223)**

**COMPLETION OF THE ACQUISITION OF  
JIN DRAGON HOLDINGS LIMITED  
AND CERTAIN RELATED INDEBTEDNESS**

The board of Directors is pleased to announce that all conditions precedent as stipulated in the SPA have been fulfilled and the Acquisition was completed on 30 April 2014. As a result, Jin Dragon has become a wholly-owned subsidiary of Symphony and its accounts will be consolidated into the accounts of the Group.

Reference is made to the announcement of Symphony Holdings Limited dated 12 February 2014 (the “**Announcement**”) in relation to the acquisition of Jin Dragon Holdings Limited and certain related indebtedness involving the issue of new Symphony Shares under general mandate as part of the Consideration. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise defined.

The board of Directors is pleased to announce that all conditions precedent as stipulated in the SPA have been fulfilled and the Acquisition was completed on 30 April 2014. As a result, Jin Dragon has become a wholly-owned subsidiary of Symphony and its accounts will be consolidated into the accounts of the Group. Pursuant to the terms of the SPA, 261,000,000 Consideration Shares, representing approximately 11.03% of Symphony’s share capital as enlarged by the allotment and issue of the Consideration Shares, were issued to Mr. Cheng at Completion.

\* *For identification only*

The following table sets out the shareholding structure of Symphony as at the date of this announcement:

|   | <i>Number of<br/>Symphony Shares</i> | <i>Approximate<br/>%</i> |
|---|--------------------------------------|--------------------------|
| Well Success Investment Limited ( <i>Note 1</i> ) | 664,677,468                          | 28.09                    |
| Mr. Cheng   | 261,000,000                          | 11.03                    |
| Mr. Chang Tsung Yuan ( <i>Note 2</i> )            | 4,500,000                            | 0.19                     |
| Mr. Chan Ting Chuen ( <i>Note 3</i> )             | 8,950,000                            | 0.38                     |
|   | <hr/>                                |                          |
|   | 939,127,468                          | 39.69                    |
| Public Symphony Shareholders                      | <hr/>                                |                          |
|   | 1,427,076,112                        | 60.31                    |
|   | <hr/>                                |                          |
| <b>Total</b>                                      | <b>2,366,203,580</b>                 | <b>100.00</b>            |
|   | <hr/> <hr/>                          |                          |

*Notes:*

- Well Success Investment Limited is directly interested in 664,677,468 Symphony Shares and is owned as to 40% by First Dynamic International Limited, 40% by Frensham Investments Limited and 20% by Mr. Chang Tsung Yuan.*
- Mr. Chang Tsung Yuan is an executive Director and deputy chairman of the board of Directors. He is directly interested in 4,500,000 Symphony Shares and holds 20% of the issued share capital of Well Success Investment Limited.*
- Mr. Chan Ting Chuen is an executive Director and chairman of the board of Directors. He is directly interested in 8,950,000 Symphony Shares and is a substantial shareholder of Royal Pacific Limited, which holds more than one-third of the issued share capital of First Dynamic International Limited.*

By order of the Board  
**Symphony Holdings Limited**  
**Chan Ting Chuen**  
*Chairman*

Hong Kong, 30 April 2014

At the date of this announcement, the Directors are:

Executive Directors:                    Mr. Chan Ting Chuen (Chairman)  
   Mr. Sze Sun Sun Tony (Deputy Chairman & Managing Director)  
   Mr. Chang Tsung Yuan (Deputy Chairman)  
   Ms. Chen Fang Mei  
   Mr. Chan Kar Lee Gary

Non-executive Director:                Mr. Li I Nan

Independent non-executive  
Directors:                                    Mr. Cheng Kar Shing  
   Mr. Ho Shing Chak  
   Mr. Shum Pui Kay  
   Mr. Wah Wang Kei Jackie