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**COL Capital Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 383)**

## **COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announce that the conditions precedent set out in the Subscription Agreement have been fulfilled and the Subscription has been completed on 22 December 2015 in accordance with the terms and conditions of the Subscription Agreement. Immediately following completion of the Subscription Agreement, Victor Beauty Investments Limited, a nominee of CM International, the Subscriber, has become the beneficial owner of a total of 2,000,000,000 new Shares (being the Subscription Shares subscribed for under the Subscription Agreement).

Reference is made to the announcements dated 4 December 2015 and 5 December 2015 (the “**Announcements**”) of the Company in relation to, among other matters, the Subscription.

Unless the context otherwise requires, capitalised terms used in this announcement have the same meanings as those defined in the Announcements.

## **COMPLETION OF THE SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announce that the conditions precedent set out in the Subscription Agreement have been fulfilled and the Subscription has been completed on 22 December 2015 in accordance with the terms and conditions of the Subscription Agreement. Immediately following completion of the Subscription Agreement, Victor Beauty Investments Limited (“**Victor Beauty**”), a nominee of CM International, the Subscriber, has become the beneficial owner of a total of 2,000,000,000 new Shares (being the Subscription Shares subscribed for under the Subscription Agreement). Both CM International and Victor Beauty are wholly-owned subsidiaries of CMI. Accordingly, immediately after completion of the Subscription, there are 14,480,072,773 Shares in issue.

The following table shows the shareholding structure of the Company (i) immediately before completion of the Subscription, (ii) immediately after completion of the Subscription, and (iii) immediately after completion of the Subscription and full exercise of the Vigor Online Call Options:

	Immediately before completion of the Subscription		Immediately after completion of the Subscription		Immediately after completion of the Subscription and full exercise of the Vigor Online Call Options	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
Grantees-Others	–	–	–	–	1,100,000,000	7.60
Grantee-Lin Wan Qaing	51,970,000	0.42	51,970,000	0.36	891,970,000	6.16
Other public Shareholders	3,954,176,133	31.68	3,954,176,133	27.31	3,954,176,133	27.31
Sub-total of public Shareholders	4,006,146,133	32.10	4,006,146,133	27.67	5,946,146,133	41.07
Fareast Global (Note 2)	411,412,500	3.30	411,412,500	2.84	411,412,500	2.84
Jian Xiang (Note 3)	300,000,000	2.40	300,000,000	2.07	300,000,000	2.07
Victor Beauty	–	–	2,000,000,000	13.81	2,000,000,000	13.81
Grantee- IXL Ventures (Note 4)	–	–	–	–	2,000,000,000	13.81
Vigor Online (Note 1)	7,762,514,140	62.20	7,762,514,140	53.61	3,822,514,140	26.40
Total	<u>12,480,072,773</u>	<u>100.00</u>	<u>14,480,072,773</u>	<u>100.00</u>	<u>14,480,072,773</u>	<u>100.00</u>

Note:

- (1) As at the date of this announcement (immediately after completion of the Subscription), Vigor Online has granted call options (“**Vigor Online Call Options**”) to several grantees (“**Grantee(s)**”) over an aggregate of 3,940,000,000 Shares in the Company held by it, representing approximately 27.21% of the total number of issued Shares. Ms. Chong Sok Un maintains a 100% beneficial interest in Vigor Online.
- (2) Fareast Global Limited (“**Fareast Global**”) is an associate of a director of Aveo China (Holdings) Limited (“**Aveo China**”), a 70% non wholly-owned subsidiary of the Group, and hence the Shares held by Fareast Global would not be counted towards the public float.
- (3) Jian Xiang Limited (“**Jian Xiang**”) is an associate of a director of Aveo China, and hence the Shares held by Jian Xiang would not be counted towards the public float.

- (4) Dr. Jonathan Weiyan Seah, is the controlling shareholder of IXL Ventures L. P. acting by its general partner, IXL Partners (“**IXL Ventures**”). As at the date of this announcement (immediately after completion of the Subscription), under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), Dr. Seah is deemed to have a corporate interest in 2,000,000,000 Shares in long position (representing approximately 13.81% of the total number of issued Shares) and 300,000,000 Shares in short position (representing approximately 2.07% of the total number of issued Shares) in the Company under option agreements dated 15 October 2015 entered into between Vigor Online and IXL Ventures and dated 26 October 2015 entered into between Dr. Lim Cheok Peng and IXL Ventures respectively. Dr. Lim Cheok Peng is beneficially interested in 300,000,000 Shares in long position (representing approximately 2.07% of the total number of issued Shares) in the Company under an option agreement dated 26 October 2015 entered into between Dr. Lim and IXL Ventures.

By Order of the Board  
**COL Capital Limited**  
**Dr. Lim Cheok Peng**  
*Chairman*

Hong Kong, 22 December 2015

*As at the date of this announcement, the Board comprises: –*

*Executive Directors*

*Ms. Chong Sok Un (Deputy Chairman), Dr. Jonathan Weiyan Seah (Chief Executive Officer), Dato' Wong Peng Chong and Mr. Kong Muk Yin*

*Non-Executive Director*

*Dr. Lim Cheok Peng (Chairman)*

*Independent Non-Executive Directors*

*Mr. Lau Siu Ki, Mr. Ma Wah Yan and Mr. Zhang Jian*