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## **ETERNITY INVESTMENT LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 764)**

### **COMPLETION OF VERY SUBSTANTIAL ACQUISITION IN RELATION TO THE ACQUISITION OF THE ENTIRE SHAREHOLDING INTEREST OF SMART TITLE LIMITED AND SHAREHOLDER'S LOAN DUE FROM SMART TITLE LIMITED**

Reference is made to the circular of Eternity Investment Limited (the “**Company**”) dated 31 August 2015 (the “**Circular**”) in relation to the Transactions and the issue of Eternity Consideration Shares under a specific mandate. Capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all of the conditions precedent under the S&P Agreement (as amended and supplemented by the supplemental sale and purchase agreements dated 30 March 2015 and 12 June 2015 respectively entered into by parties to the S&P Agreement) have been satisfied and the Completion took place on 6 October 2015.

At Completion, (i) HK\$540.00 million of the Consideration was paid in cash by the Company to Jiu hao Health; and (ii) the Company issued to Jiu hao Health the Share Entitlement Note, which entitles Jiu hao Health to assign to the Jiu hao Health Shareholders the allotment right for up to 1,500,000,000 Eternity Consideration Shares at an issue price of HK\$0.70 per Eternity Consideration Share, in accordance with the instructions of the Vendor.

Following Completion, the Target Company becomes a wholly-owned subsidiary of the Group, and the benefit and interest in the Shareholder's Loan has been assigned to the Group.

On 6 October 2015, Jiu hao Health, being the SEN Holder, exercised the Allotment Right and assigned the rights and benefits of Jiu hao Health under the Share Entitlement Note to the Jiu hao Health Shareholders pursuant to the Proposed Distribution. On the same date, the Company allotted and issued the 1,500,000,000 Eternity Consideration Shares to the Jiu hao Health Shareholders.

The following table shows the changes in shareholding structure of the Company (i) immediately upon Completion but before the completion of the Proposed Distribution and (ii) immediately upon Completion and the completion of the Proposed Distribution.

	<b>Immediately upon Completion but before the completion of the Proposed Distribution</b>		<b>Immediately upon Completion and the completion of the Proposed Distribution</b>	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Twin Success	211,416,000	17.92	211,416,000	7.89
Mr. Chan Kin Wah, Billy (Note 1)	6,319,500	0.54	6,319,500	0.24
Mr. Yuen and his associates (Note 2)	—	—	445,530,488	16.62
<b>Public</b>				
Existing public				
Shareholders	962,270,986	81.54	962,270,986	35.90
All Other Jiu hao Health Shareholders	—	—	1,054,469,512	39.35
<b>Total</b>	<b><u>1,180,006,486</u></b>	<b><u>100.00</u></b>	<b><u>2,680,006,486</u></b>	<b><u>100.00</u></b>

Notes:

- (1) Mr. Chan Kin Wah, Billy is an executive Director.
- (2) Based on the register of interests in shares and short positions required to be kept by Jiu hao Health under Part XV of the SFO, Mr. Yuen is the single largest shareholder of Jiu hao Health and through the companies owned by him, interested in approximately 31.21% of Jiu hao Health's issued ordinary shares, which comprises approximately 29.81% interest in issued ordinary shares and 1.40% interest in underlying shares of Jiu hao Health (such shares to be issued upon exercise of the conversion right attaching to the zero coupon convertible notes due 21 October 2015 with an outstanding principal amount of HK\$18.60 million). As at the date of this announcement, save for Mr. Yuen and Smart Concept Enterprise Limited (a company wholly-owned by Mr. Yuen), no Jiu hao Health Shareholders held 10% or more of the issued share capital of Jiu hao Health. Accordingly, All Other Jiu hao Health Shareholders are considered to be part of the public Shareholders immediately after the Proposed Distribution.

By Order of the Board  
**Eternity Investment Limited**  
**Lei Hong Wai**  
*Chairman*

Hong Kong, 6 October 2015

*As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Lei Hong Wai, Mr. Cheung Kwok Wai, Elton, Mr. Chan Kin Wah, Billy and Mr. Cheung Kwok Fan; and three independent non-executive Directors, namely, Mr. Wan Shing Chi, Mr. Ng Heung Yan and Mr. Wong Tak Chuen.*