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**Hang Fat Ginseng Holdings Company Limited**  
**恒發洋參控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 911)**

**PLACING OF EXISTING SHARES BY CONTROLLING SHAREHOLDER**

Reference is made to the announcement (“**Announcement**”) of Hang Fat Ginseng Holdings Company Limited (“**Company**”) dated 26 May 2015 in relation to the latest information regarding Cervera. Capitalised terms used herein have the same meanings as those defined in the Announcement unless otherwise stated.

**PLACING OF EXISTING SHARES BY CONTROLLING SHAREHOLDER**

The board (“**Board**”) of directors (“**Directors**”) of the Company announces that it has been informed by Cervera, one of the controlling shareholders of the Company, that it entered into an agreement (“**Placing Agreement**”) on 3 June 2015 with Great Wall Pan Asia International Investment Company Limited (“**Great Wall International**”), an independent third party, for the placing of 360,000,000 Shares owned by it to Great Wall International at the price of HK\$0.66 per Share (“**Placing**”).

After completion of the Placing, which is expected to take place on or before 4 June 2015, Cervera will remain one of the controlling shareholders of the Company.

**SHAREHOLDING STRUCTURE OF THE COMPANY**

As at the date of this announcement, Cervera holds 12,000,000,000 Shares, which represent 60.0% of the total issued shares capital of the Company. The Shares regarding the Placing represent approximately 1.8% of the total issued Shares capital of the Company. The table below sets out (i) the shareholding structure of the Company as at the date of this announcement; and (ii) the

anticipated shareholding structure of the Company immediately after completion of the Placing (assuming (i) there will be no changes to the issued share capital of the Company; and (ii) none of the Options will be exercised, prior to the Placing):-

|                                   | <b>As at the date<br/>of this announcement</b> |                      | <b>Immediately after<br/>completion of the Placing</b> |                      |
|-----------------------------------|--|----------------------|--|----------------------|
|                                   | <i>No. of Shares</i>                           | <i>Approximate %</i> | <i>No. of Shares</i>                                   | <i>Approximate %</i> |
| Cervera <sup>1</sup>              | 12,000,000,000                                 | 60.00                | 11,640,000,000   | 58.20                |
| Athena Power Limited <sup>2</sup> | 1,890,000,000                                  | 9.45                 | 1,890,000,000  | 9.45                 |
| Other Directors <sup>3</sup>      | 1,110,000,000                                  | 5.55                 | 1,110,000,000  | 5.55                 |
| Great Wall International          | –  | –                    | 360,000,000  | 1.80                 |
| Other public shareholders         | <u>5,000,000,000</u>                           | <u>25.00</u>         | <u>5,000,000,000</u>                                   | <u>25.00</u>         |
| <b>Total</b>                      | <b><u>20,000,000,000</u></b>                   | <b><u>100.00</u></b> | <b><u>20,000,000,000</u></b>                           | <b><u>100.00</u></b> |

*Notes:*

1. Cervera was owned as to 63% by Mr. Yeung Wing Yan, an executive Director, 30% by Mr. Yeung Wing Kong, an executive Director, and 7% by Ms Fu Fung Sau, an executive Director.
2. Athena Power Limited is wholly owned by Mr. Yeung Wing Yan.
3. These Shares are held by Dragon Jump Global Limited, a company wholly owned by Mr. Yeung Wing Kong as to 900,000,000; and Ace Fame Management Limited, a company wholly owned by Ms. Fu Fung Sau as to 210,000,000 Shares.

The Board considers that the Placing will broaden the shareholder base of the Company and enhance the liquidity of the Shares. The Board does not expect the Placing to have any impact on the business or operations of the Group.

By order of the Board  
**Hang Fat Ginseng Holdings Company Limited**  
**Yeung Wing Yan**  
*Chairman and Chief Executive Officer*

Hong Kong, 3 June 2015

*As at the date of this announcement, the executive Directors are Mr. Yeung Wing Yan, Mr. Yeung Wing Kong and Ms. Fu Fung Sau; and the independent non-executive Directors are Mr. Wong Senta, Mr. Kwok Lam Kwong Larry and Mr. Cheung Chung Wai Billy.*