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財華社
FINET

FINET GROUP LIMITED

財華社集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8317)

RESULTS OF THE OPEN OFFER OF 352,655,104 OFFER SHARES ON THE BASIS OF FOUR OFFER SHARES FOR EVERY ONE CONSOLIDATED SHARE HELD ON THE RECORD DATE

RESULTS OF THE OPEN OFFER

As at 4:00 p.m. on Friday, 3 June 2011, being the latest time for acceptance of, the allotment of and payment for, the Offer Shares, 135 valid acceptances of Offer Shares have been received for an aggregate of 287,368,902 Offer Shares (inclusive of 162,613,426 Offer Shares subscribed by the Underwriter), representing approximately 81.49% of the total number of 352,655,104 Offer Shares offered under the Open Offer.

The Underwriting Agreement became unconditional at 4:00 p.m. on Wednesday, 8 June 2011. As the Offer Shares have not been fully subscribed for, the unsubscribed 65,286,202 Offer Shares, representing approximately 18.51% of the total number of 352,655,104 Offer Shares offered under the Open Offer, were underwritten and have been taken up by the Underwriter in accordance with the terms of the Underwriting Agreement.

DESPATCH OF SHARE CERTIFICATES AND COMMENCEMENT OF DEALINGS IN THE OFFER SHARES

Share certificates for the Offer Shares to the Qualifying Shareholders who have validly applied for the Offer Shares are expected to be despatched by the Company on or before Tuesday, 14 June 2011 at their own risk. Dealings in the Offer Shares are expected to commence on Thursday, 16 June 2011.

ADJUSTMENT TO THE SUBSCRIPTION PRICE AND THE NUMBER OF CONSOLIDATED SHARES OF THE OUTSTANDING WARRANTS

According to the terms and conditions of the instrument of the Outstanding Warrants, the Share Consolidation and the issue of the Offer Shares will cause an adjustment to the subscription price and the number of Consolidated Shares to be issued under the Outstanding Warrants. The adjustment to the Outstanding Warrants is set out in this announcement.

References are made to the announcements made by Finet Group Limited (the “**Company**”) on 25 March 2011, 30 March 2011, 15 April 2011 and 18 April 2011, the circular of the Company dated 26 April 2011 (the “**Circular**”) and the prospectus of the Company dated 20 May 2011 (the “**Prospectus**”) in relation to, among other things, the Open Offer and the Whitewash Waiver. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE OPEN OFFER

The Board is pleased to announce that the Open Offer became unconditional at 4:00 p.m. on Wednesday, 8 June 2011.

As at 4:00 p.m. on Friday, 3 June 2011, being the latest time for acceptance of, the allotment of and payment for, the Offer Shares, 135 valid acceptances of Offer Shares have been received for an aggregate of 287,368,902 Offer Shares (inclusive of 162,613,426 Offer Shares subscribed by the Underwriter), representing approximately 81.49% of the total number of 352,655,104 Offer Shares offered under the Open Offer.

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CHANGES IN SHAREHOLDING STRUCTURE

Immediately upon completion of the Open Offer, the Underwriter and the parties acting in concert with it were interested in a total of 268,552,984 Consolidated Shares, representing approximately 60.92% of the issued share capital of the Company as enlarged by the issue of the Offer Shares. Based on the shareholding structure of the Company as at the date of this announcement, the shareholding structure of the Company immediately before and after completion of the Open Offer is set out below:

Shareholder	Immediately before completion of the Open Offer		Immediately after completion of the Open Offer	
	<i>Number of Consolidated Shares</i>	<i>%</i>	<i>Number of Consolidated Shares</i>	<i>%</i>
The Underwriter and parties acting in concert with it (<i>Note 1</i>)	40,653,356	46.11	268,552,984	60.92
Other public Shareholders	<u>47,510,420</u>	<u>53.89</u>	<u>172,265,896</u>	<u>39.08</u>
Total	<u>88,163,776</u>	<u>100.00</u>	<u>440,818,880</u>	<u>100.00</u>

Note:

1. The entire issued share capital of the Underwriter is wholly and beneficially owned by Ms. Lo Yuk Yee, an executive Director and the chairman of the Company.

DESPATCH OF SHARE CERTIFICATES AND COMMENCEMENT OF DEALINGS IN THE OFFER SHARES

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ADJUSTMENT TO THE SUBSCRIPTION PRICE AND THE NUMBER OF CONSOLIDATED SHARES OF THE OUTSTANDING WARRANTS

According to the terms and conditions of the instrument of the Outstanding Warrants, the Share Consolidation and the issue of the Offer Shares will cause an adjustment to the subscription price and the number of Consolidated Shares to be issued under the Outstanding Warrants. The adjustment to the Outstanding Warrants is set out below:

Prior to the Share Consolidation and the Open Offer taking effect, the subscription price per Share and the number of Shares subject to the Outstanding Warrants	After the Share Consolidation became effective but prior to the Open Offer, the adjusted subscription price per Consolidation Share and the number of Consolidated Shares subject to the Outstanding Warrants	New subscription price per Consolidated Share and the number of Consolidated Shares to be issued subject to the Outstanding Warrants after the Open Offer
9,956,140 Shares exercisable at HK\$0.45 each	1,991,228 Consolidated Shares exercisable at HK\$2.25 each	7,393,173 Consolidated Shares exercisable at HK\$0.606 each

Save for the Outstanding Warrants, the Company has no other outstanding options, convertible securities or warrants which confer rights to subscribe for shares of the Company as at the date of this announcement.

By Order of the Board
Finet Group Limited
Lo Yuk Yee
Chairman

Hong Kong, 13 June 2011

As at the date of this announcement, the executive Directors are Ms. Lo Yuk Yee, Mr. Lum Chor Wah, Richard, Mr. Chow Wing Chau and Mr. Yiu Wing Hei, and the independent non-executive Directors are Mr. Wong Wai Kin, Mr. Siu Siu Ling, Robert and Mr. Leung Chi Hung.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading or deceptive.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any such statement contained in this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website for at least seven days from the day of its posting and on the website of the Company at www.finet.hk.