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中國富佑集團有限公司  
China For You Group Company Limited

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

(Stock Code: 572)

**SUPPLEMENTAL ANNOUNCEMENT REGARDING  
ANNUAL REPORT FOR THE YEAR ENDED  
31 DECEMBER 2014**

Reference is made to the annual report (the “**Annual Report**”) of China For You Group Company Limited (the “**Company**”) on its results for the year ended 31 December 2014 published on the websites of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 27 April 2015. Capitalised terms used in this announcement shall have the same meaning as defined in the Annual Report unless otherwise stated.

In addition to the information provided in the Annual Report, the Company would like to further inform the Shareholders and potential investors of the Company the following information:

**FUND RAISING ACTIVITIES – PLACING**

On 14 March 2014, 17 March 2014 and 28 March 2014, the Company entered into a initial placing agreement, supplemental agreement and extension letter, respectively (the “**Placing Agreement**”) with Get Nice Securities Limited as the placing agent (the “**Placing Agent**”) pursuant to which the Placing Agent has agreed, on a best effort basis, to place up to 169,000,000 placing shares (the “**Placing Shares**”) to not fewer than six placees who are independent third parties at the placing price of HK\$0.105 per Placing Share (the “**Placing**”).

The placing price of HK\$0.105 per Placing Share represents:

- (i) a discount of approximately 15.32% to the closing price of HK\$0.124 per share as at the date of the initial placing agreement;
- (ii) a discount of approximately 18.60% to the average closing price of HK\$0.129 per share for the five consecutive trading days immediately prior to the date of the initial placing agreement; and
- (iii) a discount of approximately 17.97% to the average closing price of HK\$0.128 per share for the five consecutive trading days immediately prior to the date of the supplemental agreement.

As stated in the announcements of the Company dated 14 March 2014 and 17 March 2014, the Directors believed that the Placing represented an opportunity to strengthen the capital base, improve the financial position of the Group and broaden the shareholder base of the Company. The completion of the Placing took place on 10 April 2014 and 169,000,000 Placing Shares were allotted and issued to not fewer than six placees, raising net proceeds of approximately HK\$17.7 million (the “**Net Proceeds**”) for the Group. The Company intended to apply the Net Proceeds as to approximately HK\$5 million for trading business and as to approximately HK\$12.5 million as general working capital of the Company to meet any future business development and obligations. As at 31 December 2014, the Net Proceeds were utilized as to approximately HK\$5 million for trading business and the remaining approximately HK\$12.5 million for general working capital.

## **FUND RAISING ACTIVITIES – OPEN OFFER**

On 22 April 2014, the Company announced that it proposed to raise approximately HK\$43.8 million before expenses by issuing not less than 1,095,162,666 offer shares and not more than 1,096,112,353 offer shares (the “**Offer Shares**”) at a subscription price of HK\$0.04 per Offer Share on the basis of one (1) Offer Share for every two (2) existing shares held (the “**Open Offer**”). The Open Offer was completed on 17 June 2014 pursuant to which 1,095,162,666 Offer Shares were issued under the Open Offer and the aggregate nominal value of the Offer

Shares was HK\$1,095,162.67. The net proceeds of approximately HK\$42.0 million from the Open Offer (representing a net price of approximately HK\$0.038 per Offer Share) were intended to be used as to:

- (i) approximately HK\$15.0 million as a reserve for the repayment of the current liabilities as and when due;
- (ii) approximately HK\$10.0 million for trading business in Hong Kong for health products;
- (iii) approximately HK\$10.0 million for the establishment of a wholly-owned subsidiary in the PRC for trading business of metal and other raw materials; and
- (iv) approximately HK\$7.0 million for general working capital of the Group and the future investments opportunities of the Group if suitable activities are identified.

As at 31 December 2014, the net proceeds from the Open Offer were utilized as to approximately HK\$15 million as reserve for repayment of current liabilities, approximately HK\$10 million for trading business in Hong Kong for health products, approximately HK\$3.85 million for PRC trading business of metal and other raw materials and the remaining approximately HK\$7 million for general working capital of the Group.

The Board having considered other fund raising alternatives considered that it is prudent to finance the Group's long-term growth by Open Offer to strengthen the Group's capital base and to enhance its financial position. The Open Offer will also give the qualifying shareholders the opportunity to maintain their respective pro-rata shareholding interests in the Company and to continue to participate in the future development of the Group.

## **SHARE OPTION SCHEME**

On 2 June 2003, the shareholders of the Company approved the adoption of a share option scheme (the "**Scheme 2003**") which was terminated on 22 February 2012, when the shareholders of the Company approved the adoption of a new share option scheme (the "**Share Option Scheme**"). The adoption of the Share Option Scheme will not in any event affect the terms of the grant of such outstanding options that has already been granted under the Scheme 2003 and shall continue to be valid and subject to the provisions of Scheme 2003.

The Board wishes to disclose further information under note 28 to the consolidated financial statements of the Company as set out on page 75 of the Annual Report that:

- (1) 32,800,000 and 98,400,000 share options under the Share Option Scheme were granted to Mr. Siu Yun Fat (executive director) and to employees/consultants of the Company respectively on 24 July 2014 at the exercise price of HK\$0.1164 per share and 170,500,000 share options under the Share Option Scheme were granted to consultants of the Company on 1 September 2014 at the exercise price of HK\$0.1264 per share. At 31 December 2014, the number of shares in respect of which options had been granted to Mr. Siu Yun Fat and remained outstanding under the Share Option Scheme was 32,800,000;
- (2) the closing price before the date of grant of the share options under the Share Option Scheme on 24 July 2014 and 1 September 2014 were 0.111 and 0.122 respectively;
- (3) during 2014, 301,700,000 share options were granted under the Share Option Scheme and the aggregate estimated fair value of the share options granted thereunder is approximately HK\$548,744 and HK\$4,311,868 for Mr. Siu Yun Fat (executive director) and employees/consultants of the Company respectively. These fair values at grant date were calculated using the binomial lattice model;
- (4) the total number of shares to be issued upon exercise of all outstanding options granted under Scheme 2003 and the Share Option Scheme and yet to be exercised was 304,039,268, representing 9.25% of the issued share capital of the Company as at the date of the Annual Report; and
- (5) the remaining life of the Share Option Scheme, which will expire on 21 February 2022, is approximately 7 years from the date of the Annual Report.

## **GENERAL**

The above clarification does not affect other information contained in the Annual Report and, save as disclosed in this announcement, the contents of the Annual Report remain unchanged.

By order of the Board  
**China For You Group Company Limited**  
**Lau Cheuk Pun**  
*Company Secretary*

Hong Kong, 31 August 2015

*As at the date of this announcement, the Board comprises (i) five executive Directors, namely Mr. Chen Huaide, Mr. Lau Fai Lawrence, Mr. Siu Yun Fat, Mr. Yang Yang, Mr. Yu Qingrui; and (ii) three independent non-executive Directors, namely Mr. Chan Yee Por, Simon, Mr. Siu Siu Ling, Robert and Mr. Tam Tak Wah.*