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Flying Financial Service Holdings Limited

匯聯金融服務控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8030)

RESULTS OF THE OPEN OFFER ON THE BASIS OF ONE OFFER SHARE FOR EVERY TWO SHARES HELD ON THE RECORD DATE

Financial Adviser



廣發融資(香港)有限公司
GF CAPITAL (HONG KONG) LIMITED

RESULTS OF THE OPEN OFFER

The Board announces that as at 4:00 p.m. on Friday, 23 October 2015, being the latest time for acceptance of and payment for the Offer Shares and the application for excess Offer Shares, the Company has received:

- (1) a total of 226 valid acceptances of the assured allotment in respect of a total of 450,953,286 Offer Shares (inclusive of the 309,277,848 Committed Shares), representing approximately 88.37% of the total number of 510,277,500 Offer Shares available for subscription under the Open Offer; and
- (2) a total of 358 valid applications for the excess Offer Shares in respect of a total of 3,560,593,161 Offer Shares, representing approximately 697.78% of the total number of 510,277,500 Offer Shares available for subscription under the Open Offer.

The Committed Shareholders have subscribed for, in aggregate, the 309,277,848 Committed Shares under their respective assured entitlements pursuant to the Open Offer.

The aggregate of 4,011,546,447 Offer Shares (inclusive of the 309,277,848 Committed Shares) validly accepted and applied for under the Application Forms and the EAFs represent approximately 786.15% of the total number of 510,277,500 Offer Shares available for subscription under the Open Offer. Accordingly, the Open Offer was over-subscribed by 3,501,268,947 Offer Shares, representing approximately 686.15% of the total number of the Offer Shares available for subscription under the Open Offer.

As the Open Offer was over-subscribed, the obligations of the Underwriters under the Underwriting Agreement in respect of the Underwritten Shares have been fully discharged.

THE UNDERWRITING AGREEMENT

As all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement was not terminated by GF Securities (for itself and on behalf of the Underwriters) prior to the Latest Time for Termination, the Underwriting Agreement became unconditional at 4:00 p.m. on Wednesday, 28 October 2015.

DESPATCH OF CERTIFICATES OF THE OFFER SHARES

It is expected that the share certificates for the Offer Shares are to be posted on Tuesday, 3 November 2015 to those entitled thereto by ordinary post at their own risk.

COMMENCEMENT OF DEALINGS IN THE OFFER SHARES

Dealings in the Offer Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 4 November 2015.

Reference is made to the prospectus (“**Prospectus**”) of Flying Financial Service Holdings Limited (“**Company**”) dated 8 October 2015. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Prospectus.

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EXCESS APPLICATIONS

Based on the number of valid acceptances referred to above, 59,324,214 Offer Shares were available for subscription under the EAFs. Given that the number of excess Offer Shares is insufficient to satisfy all valid applications, the Board has resolved to allocate the 59,324,214 excess Offer Shares on a fair and equitable basis to those Qualifying Shareholders who applied for excess Offer Shares with reference to the number of excess Offer Shares applied for by them on the following basis:

Range	Number of valid excess applications	Total number of excess Offer Shares applied for	Total number of excess Offer Shares allotted	Approximate percentage of allocation based on the total number of excess Offer Shares applied for in the category	Allotment basis
1-10,000	306	2,696,867	2,696,867	100.00%	In full
10,001-300,000	24	1,730,977	230,977	13.34%	Odd lot in full plus additional Shares at approximately 1.62% on the remaining excess Offer Shares applied and rounded up to a board lot of 5,000
300,001-80,000,000	27	231,716,676	3,766,676	1.63%	Odd lot in full plus additional Shares at approximately 1.62% on the remaining excess Offer Shares applied and rounded down to a board lot of 5,000
Over 80,000,000	1	3,324,448,641	52,629,694	1.58%	1.58%
Total:	358	3,560,593,161	59,324,214		

The Board is of the opinion that the above basis of allocation is fair and reasonable.

SHAREHOLDING STRUCTURE OF THE COMPANY

Shareholder	(1) Immediately before completion of the Open Offer		(2) Immediately upon completion of the Open Offer	
	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>
MCI (<i>Note 1</i>)	208,493,045	20.43	312,739,567	20.43
Mr. Zheng	24,180,135	2.37	36,270,202	2.37
SARH (<i>Note 2</i>)	170,450,695	16.70	255,676,042	16.70
Upsoar (<i>Note 3</i>)	103,679,100	10.16	155,518,650	10.16
PB (<i>Note 4</i>)	96,952,725	9.50	145,429,087	9.50
Mr. Hu	14,800,000	1.45	22,200,000	1.45
Other public Shareholders	401,999,300	39.39	602,998,952	39.39
Total:	<u>1,020,555,000</u>	<u>100.00</u>	<u>1,530,832,500</u>	<u>100.00</u>

Notes:

1. MCI is wholly-owned by Mr. Zheng, an executive Director, the chairman and the chief executive officer of the Company.
2. SARH is wholly-owned by Mr. Huang Xiguang.
3. Upsoar is wholly-owned by Ms. Fu Shanping.
4. PB is wholly-owned by Mr. Hu.

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COMMENCEMENT OF DEALINGS IN THE OFFER SHARES

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By the order of the Board
Flying Financial Service Holdings Limited
Zheng Weijing
Chairman

Hong Kong, 2 November 2015

As at the date of this announcement, the executive Directors are Mr. Zheng Weijing (Chairman and Chief Executive Officer), Mr. Zhang Gongjun, and Ms. Guo Chanjiao; and the independent non-executive Directors are Mr. Vincent Cheng, Mr. Leung Po Hon and Dr. Miao Bo.

This announcement, for which the Directors 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.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of seven days from the date of its publication and on the Company’s website at www.flyingfinancial.hk.