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COMPLETION OF NEW SHARES PLACING WITH UNLISTED WARRANTS ATTACHED UNDER SPECIAL MANDATE

The Board is pleased to announce that the New Shares Placing with unlisted warrants attached was completed on 1 March 2013 and pursuant to the Placing Agreement, 125,000,000 New Placing Shares with unlisted warrants attached on the basis of 5 warrants for each Placing Share issued were placed by the Placing Agent to not less than six placees (the “**Placees**”) who are Independent Third Parties. All conditions stated in the Placing Agreement have been fulfilled and the Company has allotted and issued 125,000,000 New Placing Shares at HK\$0.18 per Share with unlisted warrants attached to the Placees.

Reference is made to the announcements of the Company dated 21 January 2013 and 22 February 2013 (the “**Announcements**”) and the circular of the Company dated 4 February 2013 (the “**Circular**”) in relation to the placing of 125,000,000 new shares with unlisted warrants attached under Special Mandate. Terms used in this announcement shall have the same meanings as those defined in the Announcements and the Circular unless the context otherwise requires.

COMPLETION OF THE NEW SHARES PLACING WITH UNLISTED WARRANTS ATTACHED

The Board is pleased to announce that the New Shares Placing with unlisted warrants attached was completed on 1 March 2013 and pursuant to the Placing Agreement, 125,000,000 New Placing Shares with unlisted warrants attached on the basis of 5 warrants for each Placing Share issued were placed by the Placing Agent to not less than six placees (the “**Placees**”) who are Independent Third Parties. All conditions of the Placing Agreement have been fulfilled and the Company has allotted and issued 125,000,000 New Placing Shares at HK\$0.18 per Share with unlisted warrants attached to the Placees. The net proceeds from the New Shares Placing are approximately HK\$21.6 million.

SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company upon completion of the New Shares Placing with unlisted warrants attached as at the date of this announcement.

	As at date of this announcement	
	<i>Number of Shares</i>	<i>%</i>
City Wise Investment Limited (<i>Note 1</i>)	398,232,975	12.23
City Smart International Investment Limited (<i>Note 2</i>)	7,466,856	0.23
Mr. Chu Kwok Chi Robert	33,852,938	1.04
Placees (<i>Note 3</i>)	125,000,000	3.84
Other Public Shareholders	2,690,824,819	82.66
 Total	 <u>3,255,377,588</u>	 <u>100.00</u>

Notes:

- (1) City Wise Investment Limited is a substantial Shareholder of the Company and wholly-owned by South America Petroleum Investment Holdings Limited, a company beneficially wholly-owned by Mr. Wu Shaozhang.
- (2) City Smart International Investment Limited is a company beneficially wholly-owned by Mr. Wu Shaozhang.
- (3) Assuming the Placees have not acquired or disposed of any Shares after completion of the New Shares Placing and none of the warrants attached has been converted into Shares.

By Order of the Board
EPI (Holdings) Limited
Chu Kwok Chi Robert
Executive Director & CEO

Hong Kong, 1 March 2013

As at the date of this announcement, the Board comprises of two executive Directors, namely, Mr. Chu Kwok Chi, Robert and Mr. Hong Kin Choy and three independent non-executive Directors, namely Mr. Cheung Yuk Ming, Mr. Qian Zhi Hui, and Mr. Zhu Tiansheng.

* for identification purpose only