

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to the accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



COMPLETION OF TOP-UP PLACING OF EXISTING SHARES AND SUBSCRIPTION OF 250,000,000 NEW SHARES

The Board is pleased to announce that the Top-Up Placing was completed on 29 June 2012 and pursuant to the Top-Up Placing Agreement, 250,000,000 Top-Up Placing Shares were placed by the Placing Agents to not less than six placees who are Independent Third Parties. All conditions of the Top-Up Subscription stated in the Top-Up Subscription Agreement have been fulfilled. The Top-Up Subscription was completed on 11 July 2012 and pursuant to the Top Up Subscription Agreement; the Company has allotted and issued 250,000,000 Subscription Shares to City Wise at HK\$0.155 per Subscription Share.

Reference is made to the announcement of the Company dated 28 June 2012 (the “Announcement”) in relation to, inter alia, the Top-Up Placing and the Top-Up Subscription. Terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

COMPLETION OF THE TOP-UP PLACING OF EXISTING SHARES AND THE SUBSCRIPTION OF 250,000,000 NEW SHARES

The Board is pleased to announce that the Top-Up Placing was completed on 29 June 2012 and pursuant to the Top-Up Placing Agreement, 250,000,000 Top-Up Placing Shares were placed by the Placing Agents to not less than six placees (the “Placees”) who are Independent Third Parties. All conditions of the Top-Up Subscription stated in the Top-Up Subscription Agreement have been fulfilled. The Top-Up Subscription was completed on 11 July 2012 and pursuant to the Top-Up Subscription Agreement; the Company has allotted and issued 250,000,000 Subscription Shares to City Wise at HK\$0.155 per Subscription Share. The net proceeds from the Top-Up Subscription are approximately HK\$37.2 million.

* for identification purpose only

SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company upon completion of the Top-Up Placing and the Top-Up Subscription and as at the date of this announcement.

	As at date of this announcement	
	<i>Number of Shares</i>	<i>%</i>
City Wise (<i>Note 1</i>)	398,232,975	13.91
City Smart International Investment Limited (<i>Note 2</i>)	7,466,856	0.26
Rich Concept Worldwide Limited (<i>Note 3</i>)	125,810,827	4.40
Mr. Chu Kwok Chi Robert	33,852,938	1.18
Placees (<i>Note 4</i>)	250,000,000	8.73
Other Public Shareholders	2,047,513,992	71.52
Total	<u>2,862,877,588</u>	<u>100.00</u>

Notes:

- (1) City Wise 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) The entire share capital of Rich Concept Worldwide Limited is beneficially wholly-owned by Mr. Wong Chi Wing, Joseph.
- (4) Assuming the Placees have not acquired or disposed of any Shares after completion of the Top-Up Placing.

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

Hong Kong, 11 July 2012

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.