

*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 its 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.*



**LEGEND STRATEGY INTERNATIONAL HOLDINGS GROUP COMPANY LIMITED**  
**枋濬國際集團控股有限公司**  
*(a company incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1355)**

**ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**  
**AND**  
**RULE 13.09(2)(A) OF THE LISTING RULES**  
**AND**  
**INSIDE INFORMATION PROVISIONS UNDER PART XIVA OF**  
**THE SECURITIES AND FUTURES ORDINANCE**

This announcement is made by Legend Strategy International Holdings Group Company Limited (the “Company”) pursuant to Rule 3.7 of The Hong Kong Code on Takeovers and Mergers (the “Takeovers Code”) and Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), and the Inside Information Provision under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors of the Company (the “Board”) has been informed that Mr. Fong Man Kelvin (“Mr. Fong”), the Chairman, Executive Director and controlling shareholder of the Company, who held 102,576,466 shares in the Company, representing approximately 32.66% of the total issued share capital of the Company, has been in preliminary discussions with independent third parties relating to a possible disposal of all shares of the Company beneficially owned by Mr. Fong. The Board understands that at present that the discussions are at an initial stage and no definitive terms have been agreed.

In compliance with Rule 3.7 of the Takeovers Code, monthly announcement(s) setting out the progress of the aforesaid discussions will be made until any announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be).

In compliance with Rule 3.8 of the Takeovers Code, associates (including persons holding 5% or more of a class of relevant securities) of the Company are hereby reminded to disclose their dealings in the securities of the Company pursuant to the requirements of the Takeovers Code. In accordance with Rule 3.8 of the Takeovers Code, the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) issued by the Company comprised 314,070,001 shares in issue and 6,450,000 outstanding share options granted under the share option scheme of the Company as at the date of this announcement. Save for the aforesaid, the Company has no other relevant securities (as defined in

Note 4 to Rule 22 of the Takeovers Code) as at the date hereof.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

*“Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and others persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

**There is no assurance that any transaction mentioned in this announcement will materialize or eventually be consummated and the discussions may or may not lead to an offer for the shares in the Company. Shareholders and public investors are urged to exercise extreme caution when dealing in the shares and warrants and/or other securities of the Company.**

By order of the Board  
**Legend Strategy International Holdings Group Company Limited**  
**Fong Man, Kelvin**  
*Chairman and Executive Director*

Hong Kong, 20 April 2015

*As at the date hereof, the Board comprised:*

*Executive Directors:* Mr. Fong Man Kelvin (Chairman)  
Ms. Fong Nga Peggy  
Mr. Mak Yiu Cho  
Mr. Law Fei Shing

*Independent Non-executive Directors:* Dr. Wong Hak Kun Jerry  
Mr. Wong Sui Chi Frankie  
Mr. Liu Cheng Zhong  
Mr. Frostick Stephen William

*All the directors of the Company 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 statements in this announcement misleading.*