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中國動力
China Dynamics

China Dynamics (Holdings) Limited

中國動力(控股)有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 476)

COMPLETION OF SUBSCRIPTION FOR NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that the condition precedent set out in the Subscription Agreement has been fulfilled and the Share Subscription was completed on 27 June 2014.

Reference is made to the announcement of China Dynamics (Holdings) Limited (the “Company”) dated 18 June 2014 (the “Announcement”) in relation to the Share Subscription under the General Mandate. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Announcement.

Completion of the Share Subscription

The Board is pleased to announce that the condition precedent set out in the Subscription Agreement has been fulfilled and the Share Subscription was completed on 27 June 2014 in accordance with the terms and conditions of the Subscription Agreement. An aggregate of 96,000,000 Subscription Shares, representing approximately 3.43% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares as at the date of this announcement were subscribed at the Subscription Price of HK\$0.92 per Subscription Share under the General Mandate. The net proceeds from the Subscription after deducting the related expenses in connection with the Subscription are approximately HK\$88.20 million.

To the best of the Directors’ knowledge, information and belief after having made reasonable enquires, (i) the Subscriber and its beneficial owner(s) are Independent Third Parties; and (ii) none of the Subscriber and its beneficial owner(s) becomes a substantial shareholder of the Company upon Completion.

The table below sets out the changes to the shareholding structure of the Company as a result of completion of the Share Subscription:

Shareholders	Shareholding immediately before completion of the Share Subscription		Shareholding immediately after completion of the Share Subscription	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Mr. Cheung Ngan (<i>Note 1</i>)	311,232,469	11.50	311,232,469	11.11
Sino PowerHouse Corporation (<i>Note 2</i>)	84,000,000	3.10	84,000,000	3.00
The Subscriber (<i>Note 3</i>)	12,000,000	0.44	108,000,000	3.85
Other public Shareholders	2,298,514,331	84.96	2,298,514,331	82.04
Total	2,705,746,800	100.00	2,801,746,800	100.00

Notes:

1. Mr. Cheung Ngan is the chairman and executive director of the Company.
2. The 84,000,000 shares represent beneficial interest of Sino PowerHouse Corporation, which is owned as to 51% by Mr. Cheung Ngan and as to 49% by Mr. Chan Chung Chun, Arnold. Mr. Chan Chung Chun, Arnold is an executive director of the Company.
3. To the best of the Directors' knowledge, the Subscriber held 108,000,000 Shares upon completion of the Share Subscription.

By order of the Board

CHINA DYNAMICS (HOLDINGS) LIMITED

Cheung Ngan

Chairman

Hong Kong, 27 June 2014

As at the date of this announcement, the Board comprises two executive Directors, namely Messrs. Cheung Ngan and Chan Chung Chun, Arnold, one non-executive Director, namely Mr. Li Shaofeng and three independent non-executive Directors, namely Messrs. Chan Francis Ping Kuen, Hu Guang and Chan Chak Paul.