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# CROSBY

## CROSBY CAPITAL LIMITED

(高誠資本有限公司)\*

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8088)**

**(1) COMPLETION OF DISCLOSEABLE TRANSACTION –  
ACQUISITION OF 70% EQUITY INTERESTS IN  
COMPLETE STAR LIMITED,  
ISSUE OF FIRST INSTALMENT CONSIDERATION  
SHARES UNDER GENERAL MANDATE  
AND  
(2) CHANGE OF HEAD OFFICE AND  
PRINCIPAL PLACE OF BUSINESS**

**1. COMPLETION OF DISCLOSEABLE TRANSACTION – ACQUISITION OF 70%  
EQUITY INTERESTS IN COMPLETE STAR LIMITED, ISSUE OF FIRST  
INSTALMENT CONSIDERATION SHARES UNDER GENERAL MANDATE**

Reference is made to the announcements of the Company (the “**Company**”) dated 11 September 2014 (the “**11 Sept Announcement**”) and 30 September 2014 in relation to, among other things, the discloseable transaction in respect of the acquisition of 70% of the equity interests in the Target Company and the CCT Transactions. Unless otherwise defined, terms used in this announcement shall have the same meaning as those defined in the 11 Sept Announcement.

\* *For identification purpose only*

The Board is pleased to announce that all the Conditions have been fulfilled and the Completion took place on 9 October 2014. As stated in the 11 Sept Announcement, the Service Agreement and the Advertising Service Agreement shall be entered into at Completion between the respective parties thereto. However, for administrative purposes, the respective parties to the Service Agreement and the Advertising Service Agreement have agreed to enter into the said agreements prior to Completion, with both agreements taking effect on 1 October 2014 for an initial period of two (2) years (“**Initial Term**”) and prior to the end of the Initial Term, the Target Company has the right (but not the obligation) to renew the Initial Term for another two (2) years.

On Completion, pursuant to the Sale and Purchase Agreement, the First Instalment, being an aggregate of US\$3,220,000 (equivalent to approximately HK\$25,035,500), was paid to the Vendor in the following manner:

- (i) as to US\$2,898,000 (equivalent to approximately HK\$22,531,950) in cash to the Vendor, and
- (ii) as to US\$322,000 (equivalent to approximately HK\$2,503,550) by way of allotment and issue of the First Instalment Consideration Shares, being 1,627,795 Consideration Shares (representing approximately 0.35% of the issued share capital of the Company as enlarged by the First Instalment Consideration Shares immediately after Completion), under the General Mandate by the Company to the Vendor at an issue price of HK\$1.538 per Consideration Share.

Following the Completion, the Purchaser directly owns 70% of the issued share capital of the Target Company and the Target Company has become a subsidiary of the Company.

## **2. CHANGE OF HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS**

The Board further announces that the head office and principal place of business of the Company has been changed to Units 1 & 2, 29/F., The Hennessy, 256 Hennessy Road, Wanchai, Hong Kong with effect from 9 October 2014.

By order of the Board  
**CROSBY CAPITAL LIMITED**  
**Wu King Shiu, Kelvin**  
*Executive Director*

Hong Kong, 9 October 2014

*As at the date of this announcement, the Directors are:*

*Executive Directors: Chang Tat Joel, Ho Gilbert Chi Hang, Liu Guang He, Nelson Tong Naiyi and Wu King Shiu, Kelvin*

*Non-Executive Director: Stephen Shiu Junior*

*Independent Non-Executive Directors: Shi Jinsheng, Sin Hendrick and Yuen Kwok On*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particular given in compliance with the GEM Listing Rules for the purpose of giving information with regards to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at [www.crosbycapitallimited.com](http://www.crosbycapitallimited.com).*