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Hembly International Holdings Limited
恒寶利國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03989)

COMPLETION OF PLACING OF NEW SHARES

Placing Agent



The Board is pleased to announce that all conditions set out in the Placing Agreement dated 24 November 2009 have been fulfilled and the Placing was completed on 17 December 2009 in accordance with the terms and conditions of the Placing Agreement. A total of 25,000,000 Placing Shares had been successfully placed to not less than six placees, who and whose ultimate beneficial owners are not connected persons of the Company and are not connected with the directors, chief executive, or substantial shareholders of the Company or any of its subsidiaries or any of their respective associates, at the Placing Price of HK\$2.60 per Placing Share.

Reference is made to the announcement of the Company dated 24 November 2009 (the “**Announcement**”) in relation to, among other things, the placing of up to 25,000,000 Placing Shares under general mandate on a best effort basis. Capitalized terms used in this announcement have the same meanings as defined in the Announcement unless otherwise stated.

The Board is pleased to announce that all conditions set out in the Placing Agreement dated 24 November 2009 have been fulfilled and the Placing was completed on 17 December 2009 in accordance with the terms and conditions of the Placing Agreements. A total of 25,000,000 Placing Shares had been successfully placed to not less than six placees, who and whose ultimate beneficial owners are not connected persons (as defined in the Listing Rules) of the Company and are not connected with the directors, chief executive, or substantial shareholders of the Company or any of its subsidiaries or any of their respective associates (as defined in the Listing Rules), at the Placing Price of HK\$2.60 per Placing Shares.

None of the Placees became a substantial Shareholder (as defined in the Listing Rules) of the Company immediately after the Placing.

The table below set out the changes to the shareholding structure of the Company (i) immediately before completion of the Placing, (ii) immediately after Completion of the Placing, (iii) immediately after the issue of Shares upon conversion of the Simple Success Convertible Notes and the Bright Good Convertible Notes (as defined in the Company's circular dated 23 November 2009) to the extent that such issue does not result in a change of control in the Company, and (iv) immediately after the issue of the Shares upon conversion in full of the Simple Success Convertible Notes and the Bright Good Convertible Notes:

Shareholders	Immediately before Completion		Immediately after Completion		Immediately after the issue of Shares upon conversion of the Simple Success Convertible Notes and the Bright Good Convertible Notes to the extent that such issue does not result in a change of control in the Company		Immediately after the issue of Shares upon conversion in full of the Simple Success Convertible Notes and the Bright Good Convertible Notes (Note 2)	
	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%
Charm Hero (Note 1)	152,744,205	28.64	152,744,205	27.36	152,744,205	14.96	152,744,205	13.62
Other Directors (other than Mr. Ngok Yan Yu)	4,208,030	0.79	4,208,030	0.75	4,208,030	0.41	4,208,030	0.38
Simple Success Investment Limited and parties acting in concert with it (Note 2)	-	-	-	-	305,833,333	29.96	406,666,666	36.26
Bright Good Limited and parties acting in concert with it (Note 2)	-	-	-	-	156,700,000	15.35	156,700,000	13.97
Public Shareholders								
The Placees	-	-	25,000,000	4.48	25,000,000	2.45	25,000,000	2.23
Others	<u>376,351,765</u>	<u>70.57</u>	<u>376,351,765</u>	<u>67.41</u>	<u>376,351,765</u>	<u>36.87</u>	<u>376,351,765</u>	<u>33.55</u>
Total	<u><u>533,304,000</u></u>	<u><u>100</u></u>	<u><u>558,304,000</u></u>	<u><u>100</u></u>	<u><u>1,020,837,333</u></u>	<u><u>100</u></u>	<u><u>1,121,670,666</u></u>	<u><u>100</u></u>

Notes:

1. These Shares are held by Charm Hero Investments Limited, a wholly owned subsidiary of Mensun Limited, which was controlled by Mr. Ngok Yan Yu, chairman and an executive Director of the Company.
2. Each of Simple Success Investments Limited and Bright Good Limited undertake to the Company under the instrument constituting the Convertible Notes (as defined in the Company's circular dated 23 November 2009) not to exercise the conversion rights if such conversion would result in change in control (as defined in the Hong Kong Code on Takeovers and Mergers). The shareholding of Simple Success Investments Limited in the Company of about 36.26% set out in the last column is for illustrative purpose only.

By order of the Board of
HEMBLY INTERNATIONAL HOLDINGS LIMITED
Ngok Yan Yu
Chairman

Hong Kong, 17 December 2009

As at the date of this announcement, the Board comprises six executive directors, namely Mr. Ngok Yan Yu, Mr. Lam Hon Keung, Keith, Ms. Tang Chui Yi, Janny, Mr. Wong Ming Yeung, Mr. Marcello Appella and Mr. Chan Tak Yan; and three independent non-executive directors, namely Mr. Lo Ming Chi, Charles, Mr. Pao Ping Wing and Mr. Kwan Hung Sang, Francis.