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RISING DEVELOPMENT HOLDINGS LIMITED
(麗盛集團控股有限公司) *

(Incorporated in Bermuda with limited liability)

(Stock Code: 1004)

**COMPLETION OF VERY SUBSTANTIAL ACQUISITION
IN RELATION TO
THE ACQUISITION OF RANDER INTERNATIONAL LIMITED**

Reference is made to the announcements of Rising Development Holdings Limited (the “**Company**”) dated 15 July 2014, 25 September 2014, 31 October 2014, 10 December 2014 and 30 December 2014 and the circular of the Company dated 31 December 2014 (the “**Circular**”) in relation to, among other things, the Acquisition, and the announcement of the Company dated 16 January 2015 in relation to the poll results of the SGM held on 16 January 2015. Capitalised terms used herein shall have the same meaning as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that all the conditions precedent to the Acquisition had been fulfilled and the Completion took place on 17 February 2015. As a result of the Completion, the Company had allotted and issued 1,043,478,260 Consideration Shares to the Vendor, representing approximately 14.9% of the issued share capital of the Company as enlarged by the allotment and issue of the Consideration Shares as at the date of this announcement.

Following Completion, the Target has become an indirect wholly-owned subsidiary of the Company and the financial results of the Target Group will be consolidated into the Group.

By order of the Board
Rising Development Holdings Limited
Mr. Lai Leong
Chairman

Hong Kong, 17 February 2015

As at the date of this announcement, the executive Directors are Mr. Lai Leong, Mr. Kong Shan, David, Mr. Lam Kwan Sing, Mr. Wong Nga Leung, Mr. Hon Ming Sang and Mr. Zhou Chengrong; and the independent non-executive Directors are Mr. Fok Ho Yin, Thomas, Mr. Tsui Ching Hung and Ms. Cheung Oi Man, Amelia.

* For identification purpose only