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CONCEPTA INVESTMENTS LIMITED

正奇投資有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1140)

COMPLETION OF THE PLACING AGREEMENT AND RESULTS OF THE SECOND EGM

SUMMARY

The Board is pleased to announce that the Placing Agreement was completed on 15 November 2007 and the special resolution approving the proposed change of the Company's name was duly passed by way of show of hands at the Second SGM held on 15 November 2007.

Reference is made to the announcement dated 14 September 2007 issued by Concepta Investments Limited (the “**Company**”) and the circular of the Company dated 22 October 2007 (the “**Circular**”) relating to, among others, the First EGM Matters and the Second EGM Matter and the announcement dated 7 November 2007 relating to the poll results of the First EGM for approving the First EGM Matters.

Unless the context requires otherwise, capitalized terms used in this announcement have the same meanings as those defined in the Circular.

* For identification purposes only

COMPLETION OF THE PLACING AGREEMENT

The Board is pleased to announce that the Placing Agreement was completed on 15 November 2007. An aggregate of 600,000,000 Shares, being all the Placing Shares agreed to be placed by the Placing Agent as agent for the Company on a fully underwritten basis pursuant to the terms of the Placing Agreement, were successfully placed by the Placing Agent as to:

- (i) 330,000,000 Placing Shares to the Connected Placee (namely, Ottness Investments Limited); and
- (ii) 270,000,000 Placing Shares to not less than six Placees (other than the Connected Placee).

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Placees (other than the Connected Placee) and their respective ultimate beneficial owners are Independent Third Parties and none of the Placees (other than the Connected Placee) has become a substantial Shareholder immediately following completion of the Placing or is a Concert Party of the Company in the obtaining or consolidation of control (as defined in the Takeovers Code) of the Company or with one another.

The Placing Shares represent approximately 85.71% of the issued share capital of the Company immediately after completion of the Placing Agreement.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The following is a table showing the holding of voting rights of OPFSGL and its Concert Parties immediately before and after the issue of the Placing Shares and following the issue of the Warrant Shares (assuming the exercise in full of the subscription rights attaching to the Warrants by the Placees):

Name of Shareholders	Shareholding immediately before completion of the Placing Agreement		Shareholding immediately after completion of the Placing Agreement (involving the allotment and issue of 600,000,000 Shares)		Shareholding after completion of the Placing Agreement (involving the allotment and issue of 600,000,000 Shares) and assuming the exercise in full of the subscription rights attaching to the Warrants (involving the allotment and issue of 120,000,000 Shares)	
	Shares	%	Share	%	Share	%
Placing Agent	Nil	0	Nil	0	Nil	0
OPFSGL (Note 1)	29,800,000 (Note 1)	29.80	29,800,000 (Note 1)	4.26	29,800,000 (Note 1)	3.64
Connected Placee (Notes 2 & 3)	Nil	0	330,000,000	47.14	396,000,000	48.29
Sub-total (Placing Agent and its Concert Parties)	<u>29,800,000</u>	<u>29.80</u>	<u>359,800,000</u>	<u>51.40</u>	<u>425,800,000</u>	<u>51.93</u>
Xiao Wei (Note 5)	16,796,000	16.80	–	–	–	–
Wang Wencang (Note 6)	14,096,000	14.10	–	–	–	–
Sub-total of non-public Shareholders	<u>60,692,000</u>	<u>60.70</u>	<u>359,800,000</u>	<u>51.40</u>	<u>425,800,000</u>	<u>51.93</u>
Public Shareholders						
Xiao Wei (Note 5)	Nil	0	16,796,000	2.40	16,796,000	2.05
Wang Wencang (Note 6)	Nil	0	14,096,000	2.01	14,096,000	1.72
Independent Placees (Notes 2 & 4)	Nil	0	270,000,000	38.57	324,000,000	39.51
Other public Shareholders	39,308,000	39.30	39,308,000	5.62	39,308,000	4.79
Total of public Shareholders	<u>39,308,000</u>	<u>39.30</u>	<u>340,200,000</u>	<u>48.60</u>	<u>394,200,000</u>	<u>48.07</u>
Total:	<u>100,000,000</u>	<u>100</u>	<u>700,000,000</u>	<u>100</u>	<u>820,000,000</u>	<u>100</u>

Notes:

- (1) These Shares are held by OPFSG, the entire issued share capital of which is beneficially owned as to 95% by Oriental Patron Holdings Limited and 5% by Eldridge International Limited. The entire issued share capital of Oriental Patron Holdings Limited is beneficially owned by Million West Limited and Best Future International Limited in equal share. The entire issued share capital of Million West Limited is ultimately and beneficially owned as to 90% by Mr Zhang Gaobo (a Director) and 10% by Mr Zhang Zhi Ping (a Director). The entire issued share capital of Best Future International Limited is ultimately and beneficially owned as to 89% by Mr Zhang Zhi Ping (a Director) and 11% by an Independent Third Party.
- (2) Under the terms of the Placing Agreement, the Placing Shares are to be placed as to (i) 330,000,000 Placing Shares to the Connected Placee and (ii) 270,000,000 Placing Shares to Independent Placees.
- (3) The Connected Placee is Ottness Investments Limited, an investment holding company incorporated in the British Virgin Islands and its entire issued share capital is owned in equal share by Mr Zhang Zhi Ping and Mr Zhang Gaobo, two of the Directors.
- (4) The Placees (other than the Connected Placee) and their respective ultimate beneficial owners are Independent Third Parties and none of the Placees (other than the Connected Placee) has become substantial Shareholder immediately following completion of the Placing or is a Concert Party with any Shareholder in the obtaining or consolidation of control (as defined in the Takeovers Code) of the Company or with one another. The Independent Placees are therefore regarded as public Shareholders immediately following completion of the Placing.
- (5) Mr Xiao Wei is an Independent Third Party and does not hold any position with or play any role in the Company. Immediately before completion of the Placing Agreement, Mr Xiao Wen was a substantial Shareholder and was not considered as public Shareholder. Nevertheless, immediately after completion of the Placing Agreement, the shareholding of Mr Xiao in the Company has been diluted to less than 10% and has ceased to be a substantial Shareholder.
- (6) Mr Wang Wencang is an Independent Third Party and does not hold any position with or play any role in the Company. Immediately before completion of the Placing Agreement, Mr Wang is a substantial Shareholder and was not considered a public Shareholder. Nevertheless, immediately after completion of the Placing Agreement, the shareholding of Mr Wang in the Company has been diluted to less than 10% and has ceased to be a substantial Shareholder.

RESULTS OF THE SECOND EGM

The Second EGM was held on 15 November 2007 to consider the special resolution (the “**Special Resolution**”) in respect of the proposed change of the Company’s name to “OP Financial Investments Limited” and the adoption of “東英金融投資有限公司” as the new Chinese name of the Company for identification purpose only.

The Board is pleased to announce that the Special Resolution was duly passed at the Second EGM by way of show of hands on 15 November 2007.

Further announcement will be made by the Company when the proposed change of its name has become effective.

By order of the Board
Concepta Investments Limited
Zhang Gaobo
Executive Director

Hong Kong, 15 November 2007

The Directors 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 statement in this announcement misleading.

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr Zhang Zhi Ping and Mr Zhang Gaobo; a non-executive Director, namely Mr Liu Hongru; and three independent non-executive Directors, namely, Mr Kwong Che Keung, Gordon, Professor He Jia and Mr Wang Xiaojun.