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## **C Y FOUNDATION GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1182)**

### **CHANGE OF SUBSTANTIAL SHAREHOLDER**

This announcement is made by C Y Foundation Group Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company has been notified by Dato Poh Po Lian (“**Dato Poh**”), a substantial shareholder (as defined in the Listing Rules) of the Company, that on 11 June 2015, Luck Continent Limited (a company controlled by Dato Poh) disposed of 321,626,412 shares of the Company (the “**Shares**”), representing approximately 24.26% of the issued share capital of the Company and Weike (G) Management Private Limited (a company controlled by Dato Poh) disposed of convertible notes issued by the Company in the principal amount of HK\$45,000,000 to Declan Investments Inc and Ideal Investment Limited (collectively, the “**Purchasers**”), respectively, at a total consideration of HK\$250,000,000 (the “**Disposal**”).

To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, the Purchasers are wholly and beneficially owned by Mr. Yong Khong Yoong Mark (“**Mr. Yong**”), who is a third party independent of the Company and its connected persons (as defined in the Listing Rules). Immediately before the Disposal, Declan Investments Inc beneficially holds 48,804,741 Shares, representing approximately 3.68% of the issued share capital of the Company.

Upon the Disposal, Dato Poh beneficially holds 1,100,000 Shares and is deemed to be interested in convertible notes in the principal amount of HK\$17,000,000 and Dato Poh ceased to be a substantial shareholder of the Company, while Mr. Yong is deemed to be interested in 370,431,153 Shares (representing approximately 27.94% of the issued share capital of the Company) and convertible notes in the principal amount of HK\$45,000,000 and became a substantial shareholder of the Company.

**Shareholders of the Company and potential investors of the Company are advised to exercise caution when dealing in the Shares.**

By order of the Board  
**C Y Foundation Group Limited**  
**Carlos Luis SALAS PORRAS**  
*Chairman*

Hong Kong, 12 June 2015

*As at the date of this announcement, the executive Directors are Mr. Carlos Luis SALAS PORRAS and Mr. LAI Hock Meng, the independent non-executive Directors are Mr. YONG Peng Tak, Mr. IO Rudy Cheok Kei, Mr. GOH Hoon Leum and Mr. ER Kwong Wah.*