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**CHINA SEVEN STAR SHOPPING LIMITED**

**中國七星購物有限公司**

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 245)

## **CLARIFICATION ANNOUNCEMENT**

### **NOTIFICATION OF CONSIDERATION SHARES TO BE ISSUED UPON ISSUANCE OF AUDITED FINANCIAL STATEMENTS OF TOP PRO GROUP AFTER COMPLETION OF THE ACQUISITION AGREEMENT**

Upon receiving notice from Keywise Capital Management (HK) Ltd. (“Keywise Capital”) and Keywise Greater China Opportunities Master Fund (“Keywise Fund”) (“Keywise Group”) after publication of the Announcement, the Company would like to clarify that the aggregate shareholding of Keywise Group in the Company as at the date before issuance of the consideration shares should be 496,948,000 shares representing approximate percentage of shareholding of 8.66% of the Company, and included in these shares, Keywise Fund as beneficial owners holds 344,110,000 shares representing approximate percentage of shareholding of 5.99% of the Company. Therefore, the aggregate number of shares held by Keywise Group should be 496,948,000.

Reference is made to the announcement dated 13th August 2007 (the “Announcement”) made by the Company in relation to the issuance of financial statements of Top Pro Group and the proposed issuance of Consideration Shares in fulfillment of the Company’s obligation under the Acquisition Agreement. Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those set out in the Announcement.

The board of directors of the Company hereby refers to the shareholding structure as disclosed in the Announcement that Keywise Capital held 496,948,000 shares representing approximate percentage of shareholding of 8.66% of the Company and Keywise Fund held 288,570,000 shares representing approximate percentage of shareholding of 5.03% of the Company. Upon receiving notice from Keywise Group after publication of the Announcement concerning shareholding structure of the Company, the Company would like to clarify that the aggregate number of shares of the Company held by the Keywise Group is 496,948,000 shares representing approximate percentage of shareholding of 8.66% of the Company, and included in these

shares, Keywise Fund as beneficial owner holds 344,110,000 shares representing approximate percentage of shareholding of 5.99% of the Company. Therefore, the aggregate number of shares held by the Keywise Group should be 496,948,000.

The shareholding structure of the Company before and after the issuance of the Consideration Shares is set out below:

Shareholders of the Company	Immediately before issuance of the Consideration Shares		Immediately after issuance of the Consideration Shares	
	No. of Shares	Approximate percentage of shareholding (%)	No. of Shares	Approximate percentage of shareholding (%)
Group First and its associates	2,001,240,000	34.86	2,001,240,000	27.75
Keywise Group*	496,948,000	8.66	496,948,000	6.89
The Vendor or his nominee	0	0	1,471,658,839	20.40
Public	3,242,444,000	56.48	3,242,444,000	44.96
Total	<u>5,740,632,000</u>	<u>100</u>	<u>7,212,290,839</u>	<u>100</u>

\* In 496,948,000 shares, 344,110,000 shares are held by Keywise Fund as beneficial owner.

By order of the Board  
**China Seven Star Shopping Limited**  
**Ni Xinguang**  
*Chairman*

Hong Kong, 15 August 2007

*As at the date of this announcement, the board of directors comprises executive directors: Messrs. Ni Xinguang and Wang Zhiming; and independent non-executive directors: Messrs. Chan Wai Sum, Lu Wei and Ho Wai Ip.*