

Unless otherwise defined, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 11 October 2013 (the “Prospectus”) issued by IGG Inc (the “Company”).

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This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for shares or other securities of the Company. Prospective investors should read the Prospectus for detailed information about the Placing described below before deciding whether or not to invest in the Placing Shares thereby being offered.



IGG Inc

(Incorporated in the Cayman Islands with limited liability)

**LISTING ON THE GROWTH ENTERPRISE MARKET OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF PLACING**

- Number of Placing Shares** : 327,434,000 Shares, comprising
262,651,459 new Shares and
64,782,541 Sale Shares (subject to
the Over-allotment Option)
- Placing Price** : Not more than HK\$2.91 and
expected to be not less than
HK\$2.40 per Placing Share, plus
brokerage of 1%, SFC transaction
levy of 0.003% and Stock
Exchange trading fee of 0.005%
(payable in full on application in
Hong Kong dollars and subject to
refund)
- Nominal value** : US\$0.0000025 per Share
- Board lot** : 1,000 Shares each
- Stock code** : 8002

Sole Sponsor



China Everbright Capital Limited

Sole Bookrunner and Sole Lead Manager



China Everbright Securities (HK) Limited

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Placing and any Shares to be issued upon the exercise of (i) the Over-allotment Option; (ii) the options granted under the Pre-IPO Share Option Scheme; and (iii) any options which may be granted under Share Option Scheme.

Pursuant to Underwriting Agreement, the Company is initially offering 262,651,459 Placing Shares for subscription and the Selling Shareholders are offering 64,782,541 Sale Shares for subscription by way of the Placing, in aggregate representing approximately 25% of the issued share capital of the Company upon completion of the Placing at the Placing Price on and subject to the terms and conditions set out in the Underwriting Agreement and the Prospectus. In connection with the Placing, the Company granted to the Sole Lead Manager (for itself and on behalf of Underwriters) the Over-allotment Option, which is exercisable by the Sole Lead Manager (for itself and on behalf of Underwriters) prior to the Listing Date, to require the Company to allot and issue, at the final Placing Price, up to an aggregate of 49,115,000 additional new Shares, representing 15% of the Placing Shares initially available under the Placing.

Application for the Placing Shares will only be considered on the basis of the terms and conditions as stated in the Prospectus.

Printed copies of the Prospectus required by the GEM Listing Rules and the Companies Ordinance are available, for information purpose only, at the respective offices of the Sole Lead Manager and the Underwriters from 4:00 p.m. to 6:00 p.m. on 11 October 2013 and during normal office hours from 9:00 a.m. to 5:00 p.m. from 12 October 2013 to 18 October 2013 (both dates inclusive and for business days only).

The Placing is conditional upon the fulfilment of the conditions set forth in the paragraph headed “Conditions of the Placing” under the section headed “Structure and Conditions of the Placing” in the Prospectus. Prospective investors of the Placing Shares should note that the Sole Lead Manager (for itself and on behalf of the Sole Sponsor and the Underwriters), on a jointly basis are entitled to terminate the Underwriting Agreement by notice in writing to the Company (after consultation with the Company as far as practicable) given by the Sole Sponsor, the Sole Lead Manager or the Underwriters, upon the occurrence of any of the events set forth under the paragraph headed “Grounds for termination” under the section headed “Underwriting” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. In the event that conditions of the Placing as mentioned therein are not fulfilled prior to the date specified in the Prospectus, the Placing will lapse

thereafter, all money received will be refunded to applicants of the Placing Shares without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.igg.com.

Subject to the granting by the Listing Division of the listing of, and permission to deal in, the Shares on GEM, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or on any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted in CCASS.

The Placing Price per Share will be not more than HK\$2.91 and not less than HK\$2.40. No temporary documents or evidence of title will be issued.

The Placing Price is currently expected to be fixed by an agreement between the Company (for itself and on behalf of the Selling Shareholders) and the Sole Lead Manager (for itself and on behalf of the Underwriters) on the Price Determination Date. The Price Determination Date is expected to be on Friday, 11 October 2013 (or such later date as may be agreed between the Company (for itself and on behalf of the Selling Shareholders) and the Sole Lead Manager (for itself and on behalf of the Underwriters)). If the Company and the Sole Lead Manager (for itself and on behalf of the Underwriters) are unable to reach an agreement on the Placing Price by the Price Determination Date or such later date as may be agreed between the Company (for itself and on behalf of the Selling Shareholders) and the Sole Lead Manager (for itself and on behalf of the Underwriters), or the Underwriting Agreement is not signed, the Placing will not become unconditional and will lapse and the Stock Exchange will be notified immediately. Prospective investors of the Placing Shares should be aware that the Placing Price to be determined on the Price Determination Date may be, but is currently not expected to be, lower than the indicative range of the Placing Price stated in the Prospectus.

Dealings in the Shares are expected to commence on GEM at 9:00 a.m. on 18 October 2013. The Shares will be traded in board lots of 1,000 each. The stock code of the Shares is 8002.

No receipt will be issued for application monies received. The Company will not issue temporary documents of title. Share certificates will only become valid documents of title at 8:00 a.m. on the Listing Date provided that (a) the Placing has become unconditional in all respects; and (b) the Underwriting Agreement has not been terminated in accordance with its terms. If the Placing does not become unconditional or the Underwriting Agreement is terminated in accordance with its terms, the Company will make an announcement on the Stock Exchange's website at www.hkexnews.hk and Company's website at www.igg.com as soon as possible.

The level of indications of interests in the Placing and the basis of allocations of the Placing Shares will be announced on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.igg.com on 17 October 2013.

By Order of the Board
IGG Inc
Zongjian Cai
Chairman and Executive Director

As at the date of this announcement, the executive Directors are Mr. Zongjian Cai and Mr. Yuan Chi; the non-executive Directors are Mr. Xiaojun Li and Mr. Kee Lock Chua; and the independent non-executive Directors are Mr. Dajian Yu, Ms. Zhao Lu and Dr. Horn Kee Leong.

Hong Kong, 11 October 2013

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (a) the information contained in this announcement is accurate and complete in all material respects and not misleading; (b) there are no other matters the omission of which would make any statement in this announcement misleading; and (c) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions which are fair and reasonable.

This announcement and a copy of the Prospectus will remain on the Stock Exchange's website at www.hkexnews.hk and, in the case of the announcement, on the "Latest Company Announcements" page for at least 7 days from the day of its posting. This announcement and a copy of the Prospectus will also be published on the Company's website at www.igg.com.