



Regent Pacific Group Limited

(Incorporated in the Cayman Islands with Limited Liability)

Stock Code: 0575

28 November 2007

ANNOUNCEMENT

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ANNOUNCEMENT UPDATE ON VERY SUBSTANTIAL TRANSACTION INVOLVING ISSUE OF CONSIDERATION SHARES

Financial Adviser to the Company

Morgan Stanley





Highlights

- **The Offer closed at 5 p.m. Eastern Standard Time on 27 November 2007.**
- **As at the close of the Offer, the Company has secured rights to acquire 100 per cent. of the existing CCEC share capital from the CCEC shareholders.**

(Hong Kong, 28 November 2007) – Regent Pacific Group Limited (the “**Company**” or the “**Group**”; SEHK: 575) is pleased to announce an update on the Offer. Shareholders are recommended to refer to the Company’s circular dated 22 November 2007 setting out, among others, details of proposed acquisitions of CCEC and certain PRC mining assets (the “**Circular**”). Capitalised terms used in this announcement shall have the meaning as defined in the Circular unless otherwise stated.

On 4 September 2007, the Company has agreed to acquire 42,800 Sale Shares from the Sellers. On 12 October 2007, Morgan Stanley, the financial adviser to the Company in respect of the Transaction, made the Offer on behalf of the Company to the Investors to acquire the remaining 167,200 Sale Shares and 53,242 (rounded up) CCEC shares held by them. The Offer closed at 5 p.m. Eastern Standard Time on 27 November 2007.

As disclosed in the Circular, the Company has received irrevocable undertakings from the Excluded Investors (other than RAB) that they will accept the Offer in respect of 95,200 Sale Shares beneficially owned by them. As at the close of the Offer, the Company has received acceptances of the Offer in respect of all CCEC shares subject to the Offer (i.e. 167,200 Sale Shares and 53,242 (rounded up) CCEC shares from the Investors). Taking into account 42,800 Sale Shares to be acquired by the Company under the Share Purchase Agreement, accordingly, as at the close of the Offer, the Company has secured rights to acquire 263,242 (rounded up) CCEC shares or 100 per cent. of the existing CCEC share capital from the CCEC shareholders.



As stated in the Circular, the Directors declared that the Company will proceed with the acquisition of CCEC, subject to satisfaction of the conditions precedent including, among others, approval from Shareholders at the EGM.

On Behalf of the Board of
Regent Pacific Group Limited
Jamie Gibson
Director

Directors of the Company:

James Mellon (*Chairman*)*

Jamie Gibson (*Chief Executive Officer*)

Clara Cheung

David Comba[#]

Julie Oates[#]

Patrick Reid[#]

Mark Searle[#]

John Stalker*

Jayne Sutcliffe*

Dr Youzhi Wei*

Anderson Whamond*

* *Non-Executive Directors*

Independent Non-Executive Directors

Hong Kong, 28 November 2007