

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



NEW CONCEPTS HOLDINGS LIMITED

創業集團(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2221)

DISCLOSEABLE TRANSACTION ACQUISITION OF EQUIPMENT

On 6 November 2014, the Subsidiary, a wholly-owned subsidiary of the Company entered into the Agreements with the Supplier, pursuant to which the Subsidiary will acquire from the Supplier the Equipment for a consideration of HK\$28,820,948.

As one or more of the applicable percentage ratios in relation to the Acquisition exceed 5% but are less than 25%, the Acquisition constitutes a discloseable transaction for the Company under the Listing Rules and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

On 6 November 2014, the Company entered into the Agreements with the Supplier, pursuant to which the Company will acquire from the Supplier the Equipment for a consideration of HK\$28,820,948.

THE ACQUISITION

Date of the Agreements

6 November 2014

Parties

- (1) the Subsidiary, a wholly-owned subsidiary of the Group; and
- (2) the Supplier, a machinery trading company established in Hong Kong.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Supplier and its ultimate beneficial owner are independent of and not connected with the Company and its connected persons.

Subject matter

Pursuant to the Agreements, the Subsidiary will acquire the Equipment from the Supplier. The Equipment comprises two sets of BAUER MC 96 foundation crane and one set of Kobelco CKS900-90 ton crawler crane.

The Equipment will be deliverable in or about November 2014.

Consideration and payment terms

The consideration for the Acquisition is HK\$28,820,948 and was arrived at after arm's length negotiations between the parties with reference to the purchase prices of similar equipment in the open market.

20% of the consideration will be payable by the Subsidiary upon signing of the Agreements by the Subsidiary, and 80% of the consideration will be payable by the Subsidiary upon the delivery of the Equipment.

The consideration will be financed by way of internal resources and hire-purchase.

Reasons for the Acquisition

The Group is principally engaged in foundation, civil engineering and general building works in Hong Kong. The Equipment is being purchased for the foundation work projects of the Group.

Given that the Acquisition was made under normal commercial terms and in the ordinary course business of the Group, and that the consideration was reached after arm's length negotiations with reference to the prevailing market prices of similar equipment, the Directors are of the view that the terms of the Acquisition are fair and reasonable and that the Acquisition is in the interests of the Company and its shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As one or more of the applicable percentage ratios in relation to the Acquisition exceed 5% but are less than 25%, the Acquisition constitutes a discloseable transaction for the Company under the Listing Rules and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following terms have the meanings set out below:

“Acquisition”	the acquisition of the Equipment pursuant to the terms of the Agreements
“Agreements”	the agreements dated 6 November 2014 entered into between the Subsidiary and the Supplier in relation to the Acquisition
“Board”	the board of Directors of the Company

“Company”	New Concepts Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Completion”	completion of the Acquisition contemplated under the Agreements
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Equipment”	foundation work machines to be supplied by the Supplier under the Agreements
“Group”	the Company and its subsidiaries from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subsidiary”	New Concepts Foundation Limited, a company incorporated in Hong Kong and is a wholly-owned subsidiary of the Company
“Supplier”	a machinery trading company established in Hong Kong
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent

By order of the Board
New Concepts Holdings Limited
CHU Shu Cheong
Chairman

Hong Kong, 6 November 2014

As at the date of this announcement, the Board comprises a total of 8 Directors, Mr. Chu Shu Cheong, Mr. Kwan Man Hay, Mr. So Kin Shing and Ms. Lai Mun Yee as executive Directors; and Dr. Huen Wai Kei as non-executive Director; and Mr. Lo Chun Chiu Adrian, Dr. Tong Ka Lok, and Mr. Choy Wai Shek, Raymond, MH, JP as independent non-executive Directors.