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新創建 NWS

新創建集團有限公司*
NWS HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(stock code: 659)

ANNOUNCEMENT

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The Board is pleased to announce that on 13 June 2011, the Sale and Purchase Agreement was entered into among Widefaith, Moscan and Mr. Yuk in relation to the acquisition by Moscan of approximately 22.68% issued shares in CFC held by Widefaith at the consideration of US\$226,854,100 (equivalent to approximately HK\$1,769.46 million). Completion of the Sale and Purchase Agreement will be subject to certain conditions precedent stated therein.

CFC currently holds 95% beneficial interest in an expressway namely, Hangzhou Ring Road which is situated in Hangzhou City of Zhejiang Province, the PRC. The expressway has a length of 103.4 kilometres with dual 2-3 lanes. Upon completion of the Sale and Purchase Agreement, the Group will hold approximately 21.55% effective interest of this expressway.

The Directors believe that the Acquisition will strengthen the Group's infrastructure portfolio which is in line with the corporate strategy of the Company. The Directors consider that the terms under the Sale and Purchase Agreement are fair and reasonable and the Acquisition is in the interests of the Company and its shareholders as a whole.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, Widefaith (the seller in respect of the Acquisition) and Mr. Yuk (the major shareholder of Widefaith) are third parties independent of the Company and its connected persons. The Company confirms that as each of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the Acquisition is less than 5%, the Acquisition would not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules.

As at the date of this announcement, the completion of the Acquisition is still subject to the satisfaction of certain conditions precedent under the Sale and Purchase Agreement and may or may not proceed. Shareholders and investors of the Company are advised to exercise caution when dealing in the shares of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“Acquisition”	the acquisition of 226,842 fully paid shares in CFC, representing approximately 22.68% of its total issued share capital, by Moscan from Widefaith
“Board”	the board of Directors of the Company
“CFC”	Chinese Future Corporation, a company incorporated in the Cayman Islands and is approximately 73.68%-owned by Widefaith as at the date of this announcement
“Company”	NWS Holdings Limited, a company incorporated in Bermuda with limited liability and whose shares are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Moscan”	Moscan Developments Limited, a company incorporated in the British Virgin Islands and is a wholly-owned subsidiary of the Company
“Mr. Yuk”	Mr. Yuk Kwok Cheung, Charles
“PRC”	the People’s Republic of China

“Sale and Purchase Agreement”	an agreement for the sale and purchase of 226,842 fully paid shares in CFC dated 13 June 2011 entered into among Widefaith as seller, Moscan as buyer and Mr. Yuk as guarantor in relation to the Acquisition
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Widefaith”	Widefaith Group Limited, a company incorporated in the British Virgin Islands and is 75%-owned by Mr. Yuk as at the date of this announcement
“%”	per cent.

For the purpose of this announcement, amounts denominated in United States dollars have been translated into Hong Kong dollars at the rate of US\$1.0=HK\$7.8.

By order of the Board
Dr. Cheng Kar Shun, Henry
Chairman

Hong Kong, 14 June 2011

As at the date of this announcement, (a) the executive Directors are Dr. Cheng Kar Shun, Henry, Mr. Tsang Yam Pui, Mr. Lam Wai Hon, Patrick, Mr. Cheung Chin Cheung, Mr. William Junior Guilherme Doo and Mr. Cheng Chi Ming, Brian; (b) the non-executive Directors are Mr. Doo Wai Hoi, William, Mr. Wilfried Ernst Kaffenberger (alternate Director to Mr. Wilfried Ernst Kaffenberger: Mr. Yeung Kun Wah, David), Mr. To Hin Tsun, Gerald and Mr. Dominic Lai; and (c) the independent non-executive Directors are Mr. Kwong Che Keung, Gordon, Dr. Cheng Wai Chee, Christopher and The Honourable Shek Lai Him, Abraham.

* *For identification purposes only*