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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)

EXERCISE OF NWS OPTION IN THE JV COMPANY

Reference is made to the announcements of NWS Holdings Limited (the “**Company**”) dated 25 February 2013 (the “**JV Announcement**”), 23 October 2013 and 27 January 2014 in respect of the formation of a joint venture company named Xiamen Container Terminal Group Co., Ltd. (廈門集裝箱碼頭集團有限公司) (the “**JV Company**”) and its establishment as a limited liability company in The People’s Republic of China on 13 December 2013. Capitalized terms used herein shall have the same meanings as those defined in the JV Announcement unless the context herein requires otherwise.

The Board wishes to announce that NWXP, an indirect wholly-owned subsidiary of the Company, has exercised the NWS Option to acquire 6.2% equity interest in the JV Company from XPHG (the “**Transfer**”) at a cash consideration of RMB450,788,560.55 (equivalent to HK\$549,742,147.01) (the “**Consideration**”) by way of entering into of a share transfer agreement (the “**Share Transfer Agreement**”) and a supplemental agreement (the “**Supplemental Agreement**”) with XPHG on 6 February 2015 and 5 August 2015 respectively. The Transfer was completed on 15 September 2015 and the Consideration is payable by NWXP within 15 days from the day following the date of completion pursuant to the Share Transfer Agreement (as supplemented by the Supplemental Agreement).

The equity interest in the JV Company held by NWXP increases from 13.8% to 20% upon completion of the Transfer.

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

Hong Kong, 16 September 2015

For the purposes of this announcement, unless otherwise specified, conversions of RMB into Hong Kong dollars are based on the exchange rate of RMB0.82 to HK\$1.00 for the purposes of illustration only. No representation is made that any amount in RMB or Hong Kong dollars could have been or could be converted at the above rate or any other rates.

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

** For identification purposes only*