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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)

VOLUNTARY ANNOUNCEMENT

UPDATE ON DISPOSAL OF TRICOR HOLDINGS LIMITED

This announcement is made by NWS Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

Reference is made to the announcement of the Company dated 5 October 2016 (the “**Previous Announcement**”) regarding the share purchase agreement (the “**Share Purchase Agreement**”) entered into by the Company, The Bank of East Asia, Limited (“**BEA**”), East Asia Secretaries (BVI) Limited (“**East Asia Secretaries**”) and Trivium Investment Limited (“**Trivium**”) on 5 October 2016 in respect of the sale of all the issued shares of Tricor Holdings Limited (“**Tricor**”) held by East Asia Secretaries to Trivium for the consideration of HK\$6,469.7 million (the “**Disposal**”). Tricor is 24.39% owned by the Company and 75.61% owned by BEA, in each case through East Asia Secretaries.

As disclosed in the Previous Announcement, closing of the Disposal (“**Closing**”) is subject to regulatory clearances being obtained from the British Virgin Islands Financial Services Commission, the Autoriti Monetari Brunei Darussalam, the Cayman Islands Monetary Authority, the Securities Commission Malaysia and the United Kingdom Financial Conduct Authority (the “**Relevant Regulators**”). Pursuant to the Share Purchase Agreement, Closing shall take place on the fifteenth business day following notification of the fulfilment of these conditions.

The board of directors of the Company (the “**Board**”) wishes to announce that applications for regulatory clearances have been submitted to each of the Relevant Regulators in accordance with the Share Purchase Agreement and that the process of obtaining these clearances is proceeding. The Company expects Closing to occur during the first quarter of 2017. Following Closing, the Group will cease to own any equity interest in Tricor.

As mentioned in the Previous Announcement, the Group is expected to recognize a profit in the amount of approximately HK\$0.9 billion in respect of the Disposal upon Closing.

Closing is subject to the satisfaction and/or waiver of certain conditions precedent, and therefore may or may not proceed. Accordingly, the issue of this announcement does not in any way imply that Closing will take place. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 30 December 2016

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. 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, Mr. Lam Wai Hon, Patrick 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. Lee Yiu Kwong, Alan and Mrs. Oei Fung Wai Chi, Grace.

* *For identification purposes only*