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**Leeport**  
**LEEPORT (HOLDINGS) LIMITED**  
**力豐(集團)有限公司\***  
*(Incorporated in Bermuda with limited liability)*  
**(Stock code: 387)**

**DISCLOSEABLE TRANSACTION**  
**ACQUISITION OF SHARES IN PRIMA INDUSTRIE S.P.A.**

The Board wishes to announce that the Company, through the Purchaser, a wholly-owned subsidiary of the Company, acquired on the open stock market of Milan Exchange, an aggregate of 85,474 Shares during the period from 8 April 2015 to 1 September 2015 (both dates inclusive) at a total consideration of approximately EUR1.52 million (equivalent to approximately HK\$12.92 million) in cash.

As the Acquisition exceeds 5% but does not exceed 25% of one or more of the applicable percentage ratios (as defined in the Listing Rules), the Acquisition constitutes a discloseable transaction for the Company under the Listing Rules.

**THE ACQUISITION**

**Dates**

For the period from 8 April 2015 to 1 September 2015 (both dates inclusive)

**Parties**

- (1) the Purchaser
- (2) Seller(s) in the open stock market of Milan Exchange

\* *for identification purposes only*

The Directors confirm that to the best of their knowledge, information and belief having made all reasonable enquiries, the sellers are Independent Third Parties.

### **Interests acquired**

An aggregate of 85,474 Shares, representing approximately 0.82% of the current issued share capital of Prima based on its latest published information. The Purchaser holds approximately 2.47% of the current issued share capital of Prima as at the date of this announcement.

### **Total commitment**

The consideration of the Acquisition ranged from EUR14.60 (equivalent to HK\$124.15) to EUR18.83 (equivalent to HK\$160.12) per Share, and the total consideration was approximately EUR1.52 million (equivalent to approximately HK\$12.92 million) in cash and was satisfied on the respective settlement dates from internal resources of the Group.

The consideration per Share was the market rates quoted on the Milan Exchange at the relevant time at which the transactions for the Acquisition were executed.

### **INFORMATION ON PRIMA**

To the best of the Directors' knowledge, information and belief having made all reasons enquiries, the Prima Group consists of two divisions, namely Prima Power which is responsible for design, production and sale of laser machines for cutting, welding and drilling three-dimensional (3D) and two-dimensional (2D) metallic components and machines for processing sheet metal using mechanical tools (punches, integrated punching and shearing systems, integrated punching and laser cutting systems, panel shapers, bending machines and automation systems). Secondly, Prima Electro which is responsible for the development, production and sale of electronic power and control components and high power laser sources for industrial applications.

## Financial Information

According to the audited consolidated financial statements of Prima Group prepared in accordance with IFRS for the two years ended 31 December 2013 and 31 December 2014, the profit before and after taxation of Prima Group for the two years ended 31 December 2013 and 31 December 2014 and its net asset value as at 31 December 2014 are set out below:

	<b>For the year ended 31 December 2013 (audited) EUR</b>	<b>For the year ended 31 December 2014 (audited) EUR</b>
Profit before taxation	8,842,000 (equivalent to approximately HK\$75,187,000)	14,841,000 (equivalent to approximately HK\$126,200,000)
Profit after taxation	5,358,000 (equivalent to approximately HK\$45,561,000)	9,388,000 (equivalent to approximately HK\$79,830,000)
Net asset value		120,708,000 (equivalent to approximately HK\$1,026,429,000)

## INFORMATION OF THE GROUP AND REASONS FOR THE ACQUISITION

The principal activities of the Group comprise the distribution and maintenance of a wide range of machine tools, precision measuring instruments, cutting tools, electronics equipment, professional tools and other machinery for the manufacturing industry in Hong Kong, the PRC and Southeast Asia.

Prima is the one of the major suppliers of the Group for sheetmetal machinery. The Acquisition is in line with the Company's strategy of investing in and collaborating with leading makers of manufacturing equipment and tools around the world. The Directors are also of the view that the stock market conditions in Europe over the past 12 months present a good opportunity for the Acquisition.

The Directors consider that the terms of the Acquisition, which were all conducted on the open stock market of Milan Exchange, to be on normal commercial terms, fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **IMPLICATIONS OF THE LISTING RULES**

As the Acquisition exceeds 5% but does not exceed 25% of one or more of the applicable percentage ratios (as defined in the Listing Rules), the Acquisition constitutes a discloseable transaction for the Company under the Listing Rules.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

“Acquisition”	the purchase of an aggregate of 85,474 Shares conducted on the open stock market of Milan Exchange during the period from 8 April 2015 to 1 September 2015 (both dates inclusive) for an aggregate consideration of EUR1.52 million (equivalent to approximately HK\$12.92 million)
“Board”	the board of Directors
“Company”	Leeport (Holdings) Limited, a company incorporated under the laws of Bermuda with limited liability, the Shares of which are listed on the Stock Exchange (stock code: 387)
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	(a) party(ies) who is/are not (a) connected person(s) (as defined in the Listing Rules) of the Company and who together with its/their ultimate beneficial owner(s) are independent of the Company and its connected persons (as defined in the Listing Rules)

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Milan Exchange”	Borsa Italiana S.p.A., based in Milan, Italy
“Prima”	Prima Industrie S.p.A., a company incorporated in Italy with limited liability, the shares of which are listed on Milan Exchange (Stock Code PRI:IM)
“Prima Group”	Prima and its subsidiaries
“Purchaser”	World Leader Limited, a limited liability company incorporated in Hong Kong and a wholly-owned subsidiary of the Company
“Shares”	existing ordinary share(s) of EUR2.50 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“EUR”	EUR, the official currency of the Institutions of the European Union
“IFRS”	International Financial Reporting Standards
“HK\$”	Hong Kong dollars, the lawful currency for the time being of Hong Kong
“%”	per cent.

For the purpose of this announcement, the exchange rate at HK\$1.00 = EUR0.1176 has been used, where applicable, for purpose of illustration only.

By Order of the Board  
**Leeport (Holdings) Limited**  
**Lee Sou Leung, Joseph**  
*Chairman*

Hong Kong, 2 September 2015

*As at the date of this announcement, the executive directors of the Company are Mr. LEE Sou Leung, Joseph, Mr. CHAN Ching Huen, Stanley, Mr. WONG Man Shun, Michael and Mr. CHU Weiman and the independent non-executive directors are Mr. PIKE, Mark Terence, Dr. LEE Tai-Chiu and Mr. ZAVATTI Samuel.*