

*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.*



**巨騰國際控股有限公司**

**JU TENG INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 3336)

## **DISCLOSEABLE TRANSACTION**

### **PURCHASE OF EQUIPMENT**

#### **EQUIPMENT AGREEMENT WITH YAMAZEN CORPORATION**

Reference is made to the Previous Announcements in relation to the purchase of equipment including compact machining centers, CNC rotary tables and the related parts and accessories from Yamazen Corporation by the Group pursuant to the Previous Equipment Agreements.

On 16 June 2016, Dynamic Apex entered into the Equipment Agreement with Yamazen Corporation, pursuant to which Yamazen Corporation agreed to sell and Dynamic Apex agreed to purchase the Equipment at a total consideration of YEN480,000,000 (equivalent to approximately HK\$35,748,000).

#### **LISTING RULES IMPLICATION**

The Equipment Agreement, on a standalone basis, does not constitute a notifiable transaction under Chapter 14 of the Listing Rules. The Previous Equipment Agreements and the Equipment Agreement are aggregated as a single transaction pursuant to Rule 14.23 of the Listing Rules as these agreements were entered into by the Group with the same party.

As the relevant percentage ratio in respect of the Equipment Agreement when aggregated with the Previous Equipment Agreements is more than 5% but less than 25%, the transaction contemplated under the Equipment Agreement constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules.

## **EQUIPMENT AGREEMENT WITH YAMAZEN CORPORATION**

**Date:** 16 June 2016

**Parties:** (1) Dynamic Apex as buyer; and  
(2) Yamazen Corporation as seller

The Directors confirmed that, to the best of their knowledge, information and belief having made all reasonable enquiry, Yamazen Corporation and its ultimate beneficial owner(s) are third parties independent of the Group and its connected persons

**Subject:** Under the Equipment Agreement, Yamazen Corporation shall sell, and Dynamic Apex shall purchase, the Equipment

**Consideration:** YEN480,000,000 (equivalent to approximately HK\$35,748,000), which shall be settled in cash by telegraphic transfer, in the following manner:

- (a) 30% of which shall be settled within two weeks after signing of the Equipment Agreement;
- (b) 60% of which shall be settled within two weeks before shipping of the Equipment; and
- (c) 10% of which shall be settled within 30 days after passing of the inspection of the Equipment at the facilities of the Group.

The consideration was determined on an arm's length basis based on the unit price of the Equipment.

Each of the Equipment Agreement and the Previous Equipment Agreements is independent and their respective signing and execution are not inter-conditional upon the others.

### **REASONS FOR AND BENEFITS OF ENTERING INTO THE EQUIPMENT AGREEMENT**

As set out in the Previous Announcements, it is the Group's strategy to expand its production in products with higher profit margin which includes metal casings. Further to the entering into of the Previous Equipment Agreements, the Group requires further equipment to be used in the production of metal casings in the Group's production plants in the PRC which is in line with the Group's strategy and business need. As such, the Board considers that the entering into of the Equipment Agreement with Yamazen Corporation is beneficial to the Group as it could facilitate the procurement of such Equipment.

The Directors consider that the terms of the Equipment Agreement are fair and reasonable and are in the interests of the Company and Shareholders as a whole.

## **INFORMATION ON THE GROUP AND YAMAZEN CORPORATION**

The Group is principally engaged in the manufacture and sale of casings for notebook computer and handheld devices.

Yamazen Corporation is a corporation in Japan which is principally engaged in, among others, the sale of production equipment.

## **LISTING RULES IMPLICATION**

The Equipment Agreement, on a standalone basis, does not constitute a notifiable transaction under Chapter 14 of the Listing Rules. The Previous Equipment Agreements and the Equipment Agreement are aggregated as a single transaction pursuant to Rule 14.23 of the Listing Rules as these agreements were entered into by the Group with the same party.

As the relevant percentage ratio in respect of the Equipment Agreement when aggregated with the Previous Equipment Agreements is more than 5% but less than 25%, the transaction contemplated under the Equipment Agreement constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

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

“Board”	the board of Directors
“Company”	Ju Teng International Holdings Limited, a company incorporated under the law of the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange
“Directors”	the directors of the Company
“Dynamic Apex”	Dynamic Apex Macao Commercial Offshore Limited, an indirect wholly owned subsidiary of the Company
“Equipment”	compact machining centers and the related parts and accessories
“Equipment Agreement”	agreement dated 16 June 2016 entered into between Yamazen Corporation as seller and Dynamic Apex as buyer in respect of the purchase of the Equipment
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China

“Previous Announcements”	the announcements of the Company dated 11 April 2016 and 3 May 2016 in relation to the transactions contemplated under the Previous Equipment Agreements
“Previous Equipment Agreements”	several agreements entered into between Yamazen Corporation as seller and the Group as buyer in respect of the purchase of equipment including compact machining centers, CNC rotary tables and the related parts and accessories on 18 February 2016 and 29 April 2016
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“YEN”	the lawful currency of Japan
“%”	per cent

*In this announcement, amounts quoted in YEN has been converted into HK\$ at the rate of HK\$0.074475 to YEN1. Such exchange rate has been used, where applicable, for purpose of illustration only and does not constitute a representation that any amounts were or may have been exchanged at such rate or any other rates.*

By order of the Board  
**Ju Teng International Holdings Limited**  
**Cheng Li-Yu**  
*Chairman*

Hong Kong, 17 June 2016

*As at the date of this announcement, the executive Directors are Mr. Cheng Li-Yu, Mr. Cheng Li-Yen, Mr. Huang Kuo-Kuang, Mr. Hsieh Wan-Fu, Mr. Lo Jung-Te, and Mr. Tsui Yung Kwok, and the independent non-executive Directors are Mr. Cherng Chia-Jiun, Mr. Tsai Wen-Yu and Mr. Yip Wai Ming.*