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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

2017 MARCH 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 1 March 2017, Dynamic Apex entered into the 2017 March 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 YEN846,300,000 (equivalent to approximately HK\$57,718,000).

LISTING RULES IMPLICATION

The 2017 March 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 2017 March 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 2017 March Equipment Agreement when aggregated with the Previous Equipment Agreements is more than 5% but less than 25%, the transaction contemplated under the 2017 March Equipment Agreement constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules.

2017 MARCH EQUIPMENT AGREEMENT WITH YAMAZEN CORPORATION

The principal terms and conditions of the 2017 March Equipment Agreement are set out below:

Date: 1 March 2017

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 2017 March Equipment Agreement, Yamazen Corporation shall sell, and Dynamic Apex shall purchase, the Equipment.

Consideration: YEN846,300,000 (equivalent to approximately HK\$57,718,000), 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 2017 March Equipment Agreement;
- (b) 60% of which shall be settled within two weeks before shipping of the Equipment pursuant to the 2017 March Equipment Agreement; 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.

The 2017 March Equipment Agreement and the Previous Equipment Agreements are independent and their respective signing and execution are not inter-conditional upon the others.

REASONS FOR AND BENEFITS OF ENTERING INTO THE 2017 MARCH 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 2017 March 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 2017 March 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.

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As the relevant percentage ratio in respect of the 2017 March Equipment Agreement when aggregated with the Previous Equipment Agreements is more than 5% but less than 25%, the transaction contemplated under the 2017 March 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:

“2017 March Equipment Agreement”	agreement dated on 1 March 2017 entered into between Yamazen Corporation as seller and Dynamic Apex as buyer in respect of purchase of Equipment
“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, incorporated in the Macao Special Administrative Region of the People’s Republic of China
“Equipment”	compact machining centers and the related parts and accessories
“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 3 May 2016, 17 June 2016 and 17 January 2017 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 29 April 2016, 17 June 2016, 16 January 2017 and 17 January 2017
“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\$0.0682 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, 1 March 2017

As at the date of this announcement, the executive Directors are Mr. Cheng Li-Yu, Mr. Chiu Hui-Chin, Mr. Huang Kuo-Kuang, Mr. Lin Feng-Chieh 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.