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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

THE WUJIANG MACHINERY AGREEMENTS

On various dates between June 2018 and June 2019, the Group entered into the Wujiang Machinery Agreements with Wujiang Machinery, pursuant to which Wujiang Machinery agreed to sell and the Group agreed to purchase the Equipment.

LISTING RULES IMPLICATION

Each of the Wujiang Machinery Agreements, on a standalone basis, does not constitute a notifiable transaction under Chapter 14 of the Listing Rules. The Wujiang Machinery Agreements 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 within a 12-month period.

As the relevant percentage ratio in respect of the Wujiang Machinery Agreements is more than 5% but less than 25%, the transactions contemplated under the Wujiang Machinery Agreements constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules.

THE WUJIANG MACHINERY AGREEMENTS

The Board announces that on various dates between June 2018 and June 2019, the Group entered into the Wujiang Machinery Agreements with Wujiang Machinery, pursuant to which Wujiang Machinery agreed to sell and the Group agreed to purchase the Equipment.

The principal terms of each of the Wujiang Machinery Agreements are set out below:

	Date	Consideration (in RMB/US\$)	Consideration (approximately in HK\$)	Payment terms
1.	15 June 2018	RMB 98,000	114,000	Type E Terms
2.	15 June 2018	RMB 85,260	99,000	Type D Terms
3.	19 June 2018	RMB 450,000	522,000	Type A Terms
4.	4 July 2018	RMB 296,032	343,000	Type F Terms
5.	27 July 2018	RMB 2,380,000	2,761,000	Type A Terms
6.	30 July 2018	RMB 12,300,000	14,269,000	Type G Terms
7.	1 August 2018	RMB 100,000	116,000	Type C Terms
8.	1 August 2018	RMB 85,260	99,000	Type A Terms
9.	1 August 2018	RMB 420,000	487,000	Type A Terms
10.	1 August 2018	RMB 780,000	905,000	Type A Terms
11.	2 August 2018	RMB 380,000	441,000	Type A Terms
12.	6 August 2018	RMB 450,000	522,000	Type A Terms
13.	5 September 2018	RMB 240,000	278,000	Type A Terms
14.	5 September 2018	RMB 248,888	289,000	Type A Terms
15.	17 September 2018	RMB 666,000	773,000	Type A Terms
16.	17 September 2018	RMB 94,000	109,000	Type A Terms
17.	17 September 2018	RMB 2,000,000	2,320,000	Type H Terms
18.	27 September 2018	RMB 415,000	481,000	Type A Terms
19.	27 September 2018	RMB 395,000	458,000	Type A Terms
20.	27 September 2018	RMB 500,000	580,000	Type A Terms
21.	9 October 2018	RMB 850,000	986,000	Type A Terms
22.	9 October 2018	US\$ 25,000	196,000	Type B Terms
23.	19 November 2018	RMB 3,722,040	4,318,000	Type A Terms
24.	23 November 2018	US\$ 50,000	392,000	Type B Terms
25.	10 December 2018	RMB 210,366	244,000	Type E Terms
26.	10 December 2018	RMB 646,236	750,000	Type E Terms
27.	10 December 2018	RMB 945,864	1,097,000	Type E Terms
28.	10 December 2018	RMB 3,442,212	3,993,000	Type E Terms
29.	10 December 2018	RMB 1,243,590	1,443,000	Type E Terms
30.	10 December 2018	RMB 2,301,515	2,670,000	Type E Terms
31.	13 December 2018	RMB 83,104	96,000	Type E Terms
32.	13 December 2018	RMB 436,296	506,000	Type E Terms
33.	20 December 2018	RMB 2,430,792	2,820,000	Type A Terms
34.	2 January 2019	RMB 72,600	84,000	Type A Terms
35.	22 January 2019	RMB 450,000	522,000	Type H Terms

	Date	Consideration (in RMB/US\$)	Consideration (approximately in HK\$)	Payment terms
36.	23 January 2019	RMB 195,460	227,000	Type A Terms
37.	28 February 2019	RMB 26,000,000	30,163,000	Type D Terms
38.	28 February 2019	RMB 27,500,000	31,903,000	Type D Terms
39.	7 March 2019	RMB 590,000	684,000	Type A Terms
40.	8 March 2019	RMB 500,743	581,000	Type A Terms
41.	12 March 2019	RMB 780,000	905,000	Type A Terms
42.	12 March 2019	RMB 300,000	348,000	Type A Terms
43.	26 March 2019	RMB 97,000	113,000	Type A Terms
44.	26 March 2019	RMB 42,000	49,000	Type E Terms
45.	8 May 2019	RMB 140,000	162,000	Type A Terms
46.	8 May 2019	RMB 700,000	812,000	Type A Terms
47.	15 May 2019	RMB 2,080,000	2,413,000	Type A Terms
48.	15 May 2019	RMB 1,800,000	2,088,000	Type A Terms
49.	5 June 2019	RMB 300,000	348,000	Type A Terms
50.	5 June 2019	RMB 340,000	394,000	Type A Terms
51.	5 June 2019	RMB 220,000	255,000	Type A Terms
52.	5 June 2019	RMB 26,000	30,000	Type A Terms
53.	5 June 2019	RMB 1,480,000	1,717,000	Type A Terms
Total consideration (approximately in HK\$)		119,275,000		

The consideration under each of the Wujiang Machinery Agreements shall be settled in cash by bank transfer. The consideration was determined on an arm's length basis between the parties based on the unit price of the Equipment.

REASONS FOR AND BENEFITS OF ENTERING INTO THE WUJIANG MACHINERY AGREEMENTS

It is the Group's strategy to replace the old equipment with the new production machinery in order to strengthen the environmental protection measures as well as to improve the production efficiency. As such, the Board considers that the entering into of the Wujiang Machinery Agreements with Wujiang Machinery is beneficial to the Group as it could facilitate the procurement of such Equipment.

The Directors (including the independent non-executive Directors) believe that the respective terms of each of the Wujiang Machinery Agreements are fair and reasonable and are in the interests of the Group and Shareholders as a whole.

INFORMATION ON THE GROUP AND THE WUJIANG MACHINERY

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

Wujiang Machinery is principally engaged in, among others, the sale of production machinery and environmental protection equipment.

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

LISTING RULES IMPLICATION

Each of the Wujiang Machinery Agreements, on a standalone basis, does not constitute a notifiable transaction under Chapter 14 of the Listing Rules. The Wujiang Machinery Agreements 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 within a 12-month period.

As the relevant percentage ratio in respect of the Wujiang Machinery Agreements is more than 5% but less than 25%, the transactions contemplated under the Wujiang Machinery Agreements 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
“Equipment”	equipment for production and environmental protection
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

- “Type A Terms” payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 20% of the consideration after installation of Equipment, 15% of the consideration after passing of the inspection of Equipment; and 5% of the consideration as warranty after warranty period (i.e. one year after passing of the inspection of Equipment)
- “Type B Terms” payment terms that require the Group to settle 30% of the consideration as advance payment, 40% of the consideration before shipping of Equipment, 25% of the consideration after passing of the inspection of Equipment; and 5% of the consideration as warranty after warranty period (i.e. one year after passing of the inspection of Equipment)
- “Type C Terms” payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 20% of the consideration after installation of Equipment; and 20% of the consideration after passing of the inspection of Equipment
- “Type D Terms” payment terms that require the Group to settle 50% of the consideration as advance payment, 35% of the consideration before shipping of Equipment, 10% of the consideration after passing of the inspection of Equipment; and 5% of the consideration as warranty after warranty period (i.e. one year after passing of the inspection of Equipment)
- “Type E Terms” payment terms that require the Group to settle full consideration after installation and passing of the inspection of Equipment
- “Type F Terms” payment terms that require the Group to settle 40% of the consideration as advance payment, 35% of the consideration before shipping of Equipment, 20% of the consideration after passing of the inspection of Equipment; and 5% of the consideration as warranty after warranty period (i.e. one year after passing of the inspection of Equipment)
- “Type G Terms” payment terms that require the Group to settle 40% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 25% of the consideration after passing of the inspection of Equipment; and 5% of the consideration as warranty after warranty period (i.e. one year after passing of the inspection of Equipment)
- “Type H Terms” payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 25% of the consideration after installation of Equipment, 10% of the consideration after passing of the inspection of Equipment; and 5% of the consideration as warranty after warranty period (i.e. one year after passing of the inspection of Equipment)

“Wujiang Machinery”	Wujiang Zhengfu Machinery Co., Ltd.* (吳江正富機械有限公司)
“Wujiang Machinery Agreements”	53 agreements entered into between various subsidiaries of the Group and Wujiang Machinery between June 2018 and June 2019 in relation to the sale and purchase of the Equipment
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the People’s Republic of China
“US\$”	Unites States dollars, the lawful currency of the United States of America
“%”	per cent

In this announcement, amounts quoted in RMB have been converted into HK\$ at the rate of HK\$1.1601 to RMB1; amounts quoted in US\$ have been converted into HK\$ at the rate of HK\$7.84 to US\$1. 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.

** The English translation of the Chinese name is for information only, and should not be regarded as the official English translation of such name.*

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

Hong Kong, 5 June 2019

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.