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Leeport
LLEPORT (HOLDINGS) LIMITED
力豐(集團)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 387)

VOLUNTARY ANNOUNCEMENT
IN RELATION TO THE PROPOSED ACQUISITION OF
EQUITY INTERESTS IN THE TARGET COMPANY

This announcement is made by the Company on a voluntary basis. The purpose of this announcement is to keep the Shareholders and potential investors informed of the latest business development of the Group and its affiliated companies.

THE PROPOSED ACQUISITION

The Directors are pleased to announce that, on 1 June 2018, the Purchaser (of which the Group holds 30% equity interests) has approved in principle the major terms and conditions of the Proposed Acquisition and the Acquisition Agreement, which is expected to be entered into between, among others, the Purchaser, the Vendor and the Target Company on or around 16 June 2018. Pursuant to the Acquisition Agreement, the Purchaser shall conditionally agree to purchase from the Vendor, and subscribe for equity interests in the Target Company, such that the Purchaser shall acquire approximately 19.0% of the equity interests in the Target Company immediately upon completion of the Proposed Acquisition on a fully diluted basis.

* *For identification purposes only*

The total consideration of the Proposed Acquisition shall be approximately RMB48.8 million (equivalent to approximately HK\$60.2 million), whereby (i) approximately RMB41.8 million (equivalent to approximately HK\$51.6 million) shall be payable by the Purchaser to the Vendor as consideration for the acquisition of the Vendor's approximately 16.9% equity interests in the Target Company; and (ii) approximately RMB7.0 million (equivalent to approximately HK\$8.6 million) shall be payable by the Purchaser to the Target Company by way of capital injection for subscription of approximately 2.1% equity interests in the Target Company. The consideration shall be satisfied by internal resources of the Purchaser.

INFORMATION ON THE TARGET COMPANY, THE VENDOR AND THE PURCHASER

Information on the Target Company and the Vendor

The Target Company is a limited company incorporated in the PRC on 20 November 2014 and is principally engaged in the business of development and sales of laser processing equipment, development and sales of sheet metal equipment, provision of consultation services on cutting process development and techniques, and other laser equipment-related services. As of the date of this announcement, the Target Company is held as to 33.8% by the Vendor.

The Vendor is a limited partnership established in the PRC on 16 April 2015 and is principally engaged in investment holding.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, each of the Target Company, the Vendor, and their ultimate beneficial owners are Independent Third Parties.

Information on the Purchaser

The Purchaser is a limited company incorporated in the PRC on 23 August 2013, which is currently held as to 30% by the Group and 70% by Prima.

REASONS FOR THE PROPOSED ACQUISITION

The Purchaser is a joint-venture manufacturing plant established by Prima and the Group in Suzhou, the PRC, and is principally engaged in the business of production of laser cutting and punching machines and import of 3D laser machines and production systems. The Target Company is principally engaged in the business of development and sales of laser processing equipment, development and sales of sheet metal equipment, provision of consultation services on cutting process development and techniques, and other laser equipment-related

services. The Directors are of the view that the Proposed Acquisition is a good opportunity for the Purchaser to invest in a developing company with potential. The Directors believe the Proposed Acquisition will bring about opportunities for business cooperation between the Purchaser and the Target Company, which may in turn provide synergies and optimise the productivity of the Purchaser.

DEFINITIONS

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

“Acquisition Agreement”	the agreement to be entered into on or around 16 June 2018 between, among others, the Purchaser, the Vendor and the Target Company in relation to the Proposed Acquisition
“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
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“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

“PRC”	People’s Republic of China (excluding Hong Kong, the Macau Special Administrative Region of the PRC and the Taiwan area)
“Prima”	Prima Industrie S.p.A., a limited liability company incorporated in the Italian Republic and the shares of which are listed on the Milan Exchange (Borsa Italiana S.p.A.) (Stock Code PRI: IM)
“Proposed Acquisition”	the proposed purchase and subscription of a total of approximately 19.0% equity interests in the Target Company by the Purchaser immediately upon completion on a fully diluted basis
“Purchaser”	Prima Power Suzhou Co., Ltd. (普瑪寶鈹金設備(蘇州)有限公司), a limited liability company incorporated in PRC, of which the Group holds 30% equity interests therein
“RMB”	Renmenbi, the lawful currency of PRC
“Shareholder(s)”	holder(s) of the share(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Target Company”	Cangzhou Lead Laser Technology Co., Ltd* (滄州領創激光科技有限公司), a company incorporated in the PRC
“Vendor”	Chushan Ronghe (Wuhan) New OTC Market Venture Capital Investment* (楚商融和(武漢)新三板創投管理企業(有限合夥)), a limited partnership established in the PRC
“%”	per cent

For the purpose of this announcement, the exchange rate at HK\$1.00 : RMB0.8101 has been used, where applicable, for purpose of illustration only.

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The parties are in the course of finalising the terms and conditions of the Acquisition Agreement, which are subject to change. Further announcement(s) will be made by the Company in accordance with the Listing Rules as and when appropriate and required and the Company will comply with all relevant requirements under the Listing Rules in due course.

Shareholders of the Company and potential investors are advised to exercise due care when dealing in the shares of the Company.

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

Hong Kong, 4 June 2018

As at the date of this announcement, the Directors comprise four executive Directors, namely Mr. Lee Sou Leung, Joseph, Mr. Chu Weiman, Mr. Chan Ching Huen, Stanley, Mr. Wong Man Shun, Michael, and three independent non-executive Directors, namely Mr. Pike, Mark Terence, Dr. Lee Tai Chiu and Mr. Zavatti Samuel.