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FORTIS HOLDINGS LIMITED
（中建富通集團有限公司）

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 00138)

DISCLOSEABLE AND CONNECTED TRANSACTIONS

This announcement is made by the Company pursuant to Rule 13.09, Chapter 14 and Chapter 14A of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

THE AGREEMENT AND THE TRANSACTIONS

On 9 May 2014, the Agreement was entered into amongst the Registered Holders, the Beneficial Owner and the Company (as the purchaser) pursuant to which the Registered Holders, acting on behalf of the Beneficial Owner, have agreed to sell the Sale Shares to the Company or its designated nominee(s) at a consideration of HK$121,000,000 to be satisfied by the issue of the Consideration Shares and the Beneficial Owner has agreed to sell and assign the Loan to the Company or its designated nominee(s) at the Cash Consideration. The Sale Shares represent the entire issued capital of the Target Company, which are wholly owned by the Beneficial Owner beneficially as at the date of this announcement.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Transactions are more than 5% but less than 25%, the Transactions constitute a discloseable transaction for the Company under the Listing Rules.

The Beneficial Owner is the chairman, executive director, chief executive officer of the Company. Furthermore, the Beneficial Owner owns personally and indirectly through corporations a total of 303,250,731 Shares, representing approximately 50.03% of the total issued capital of the Company as at the date of this announcement. The Beneficial Owner is therefore also a substantial shareholder of the Company. As such, the Beneficial Owner is a connected person of the Company under the Listing Rules. Accordingly, the Transactions constitute a non-exempt connected transaction for the Company under the Listing Rules. The Transactions will be subject to the approval of the Independent Shareholders at the SGM. The Beneficial Owner and his associates will abstain from voting in respect of the resolution(s) to approve the Transactions at the SGM.

GENERAL

An Independent Board Committee consisting of Mr. Tam King Ching, Kenny, Mr. Chow Siu Ngor and Mr. Chen Li, who are independent non-executive directors of the Company and who have no material interest in the Transactions, has been formed to advise the Independent Shareholders as to whether or not the terms of the Agreement and the Transactions are fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole. An independent financial adviser of the Company will be appointed to advise the Independent Board Committee and the Independent Shareholders in this regard.

A circular of the Company containing, among others, (i) further details of the Agreement and the Transactions; (ii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders in relation to the Transactions; (iii) the recommendation of the Independent Board Committee to the Independent Shareholders in relation to the Transactions; (iv) valuation report of the Properties; and (v) a notice convening the SGM and a form of proxy will be despatched to the Shareholders on or before 30 May 2014 in accordance with the Listing Rules.

As Completion is subject to the fulfillment of a number of conditions precedent, the Transactions may or may not proceed. Shareholders and potential investors of the Company should exercise caution in dealing in the Shares.

This announcement is made by the Company pursuant to Rule 13.09, Chapter 14 and Chapter 14A of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

THE AGREEMENT AND THE TRANSACTIONS

The Agreement

The sale and purchase agreement dated 9 May 2014 was entered into amongst the following parties in relation to the sale and purchase of the following assets:

Registered Holders:	Madam Yiu Yu Ying and Mr. Mak Chun Kiu, who hold the Sale Shares in trust for the Beneficial Owner
Beneficial Owner:	Mr. Mak Shiu Tong, Clement
Purchaser:	the Company or its designated nominee(s)
Assets to be acquired:	Acting on behalf of the Beneficial Owner, the Registered Holders, as registered shareholders of the Sale Shares, have agreed to sell and transfer the Sale Shares to the Company or its designated nominee(s) at the Share Consideration of HK$121,000,000. Also, the Beneficial Owner has agreed to sell and assign the Loan to the Company or its designated nominee(s) at the Cash Consideration of approximately HK$7,126,849 (based on the book value of the Loan as at the date of this announcement). The Sale Shares represents the entire issued capital of the Target Company, which are wholly owned by the Beneficial Owner beneficially as at the date of this announcement.

The Beneficial Owner is the chairman, executive director, chief executive officer of the Company. Furthermore, the Beneficial Owner owns personally and indirectly through corporations a total of 303,250,731 Shares, representing approximately 50.03% of the total issued capital of the Company as at the date of this announcement. The Beneficial Owner is therefore also a substantial shareholder of the Company. As such, the Beneficial Owner is a connected person of the Company under the Listing Rules.

Consideration of the Transactions

The consideration for the purchase of the Sale Shares will be HK$121,000,000 (the "**Share Consideration**"), which will be satisfied by the Company by allotment and issue of the Consideration Shares of 151,250,000 new Shares at the issue price of HK$0.80 a Share, credited as fully paid upon issue.

The Loan will be assigned to the Company or its designated nominee(s) at its book value, on a dollar-to-dollar basis at Completion. The estimated consideration of the purchase and assignment of the Loan will be approximately HK$7,126,849 (based on the book value of the Loan as at the date of this announcement) (the "**Cash Consideration**"), which will be satisfied by the Company in cash at Completion.

The Share Consideration of HK$121,000,000 was determined based on a net total of

(a) the preliminary market value of the Properties of HK$150,000,000 as at 30 April 2014 as appraised by Grant Sherman;

(b) the unaudited net liabilities of the Target Company of HK$25,310,262 as at 30 April 2014, which represent the unaudited book value of the net liabilities of the Target Company (including the Loan) after deduction of the unaudited book value of other assets (excluding the book value of the Properties) of the Target Company as at 30 April 2014; and

(c) a discount of approximately 2.96% to the net amount of (a) and (b) above.

The Company and the Beneficial Owner have taken into account the following factors in arriving at the Share Consideration:

(i) current commercial and retail property market in Hong Kong;

(ii) current financial position of the Target Company;

(iii) the preliminary valuation of the Properties as at 30 April 2014 as appraised by Grant Sherman;

(iv) potential income generation and possible price appreciation of the Properties in the future;

(v) settlement of the Share Consideration by means of the Consideration Shares which will not involve any cash outlay for the Company; and

(vi) a discount of approximately 2.96% to the net amount calculated above.

On the basis of the above factors, the Board (including the independent non-executive Directors) considers the Share Consideration to be fair and reasonable to the Company, on normal commercial terms and in the interests of the Company and the Shareholders as a whole.

The issue price of the Consideration Shares at HK$0.800 each represents:

(i) a discount of approximately 5.88% to the closing price of HK$0.850 a Share as quoted on the Stock Exchange on 8 May 2014, being the last trading day immediately before the entering into of the Agreement;

(ii) a discount of approximately 5.88% to the average closing price of approximately HK$0.850 a Share as quoted on the Stock Exchange for the last three trading days up to including 8 May 2014;

(iii) a discount of approximately 6.10% to the average closing price of approximately HK$0.852 a Share as quoted on the Stock Exchange for the last five trading days up to including 8 May 2014;

(iv) a discount of approximately 6.21% to the average closing price of approximately HK$0.853 a Share as quoted on the Stock Exchange for the last 10 trading days up to including 8 May 2014; and

(v) a discount of approximately 7.30% to the average closing price of approximately HK$0.863 a Share as quoted on the Stock Exchange for the last 30 trading days up to including 8 May 2014.

As (i) the Share Consideration represents a discount of 2.96% to the fair value of the net assets of the Target Company; and (ii) the Share Consideration will be settled by means of the Consideration Shares, which will enlarge the capital base of the Company and does not require cash outlay of the Company in order to conserve cash of the Company, the about slight discount of the issue price of the Consideration Shares to the closing price and average closing prices of the Shares is considered to be fair and reasonable.

Conditions Precedent of the Agreement

Completion is conditional upon the fulfillment or waiver of the following conditions precedent:

(a) the warranties given by Beneficial Owner under the Agreement remaining true and accurate and not misleading;

(b) the warranties given by the Company under the Agreement remaining true and accurate and not misleading;

(c) the approval by the Independent Shareholders at the SGM of (i) the acquisition by the Company or its designated nominee(s) of the Sale Shares and the Loan and the other transactions contemplated under the Agreement; and (ii) the issue of the Consideration Shares by the Company pursuant to the Agreement having been obtained;

(d) the Listing Committee of the Stock Exchange having granted the listing of, and permission to deal in, on the Stock Exchange, the allotment and issue of the Consideration Shares; and

(e) all necessary consents from third parties (including governmental or official authorities), if any, in connection with the transactions contemplated under the Agreement having been obtained by the Registered Holders, the Beneficial Owner and the Company (as the case may be) and no statute, regulations or decision which would prohibit, restrict or materially delay the sale and purchase of the Sale Shares and the Loan having been proposed, enacted or taken by any governmental or official authority.

The Company may in its absolute discretion waive in whole or in part the conditions set out in paragraphs (a) and (e) above at any time by notice in writing to the Beneficial Owner and the Registered Holders. In exercising the right of waiver, the Board will act in the interest of the Company and the Independent Shareholders as a whole and will only waive any conditions precedent on minor issues or on issues that will not affect the substance of the Transactions. The Beneficial Owner may in his absolute discretion waive in whole or in part the conditions in paragraph (b) and (e) above at any time by notice in writing to the Company.

In the event that any of the conditions shall not have been fulfilled or waived on or before 31 July 2014 or such later date as agreed by the parties to the Agreement in writing, the Agreement shall cease to be of any effect save in respect of claims arising out of any antecedent breach of the Agreement.

Completion

Completion of the Transactions is expected to take place at no later than 5:00 p.m. on the Completion Date at the office of the Company (or such other place and/or time as the parties may agree in writing) when all of the conditions have been fulfilled or waived (which shall be fulfilled by no later than the Long Stop Date).

Upon Completion, the Target Company will become a wholly-owned subsidiary of the Company.

Further information about the Target Company

The Target Company is principally engaged in property investment. The major assets of the Target Company are the Properties, which consist of the properties at Workshop 8 and Workshop 11, Ground Floor, Ming Pao Industrial Centre, 18 Ka Yip Street, Chai Wan, Hong Kong. The Properties are located at well developed residential and commercial areas of Chai Wan. The Properties have convenient access to public transport. The Properties are located on ground level, with wide shop front and high ceiling. One of the Properties, which is Workshop 8 has been let to a company owned by family members of the Beneficial Owner at a monthly rental of HK$30,000. It is intended that Workshop 8 will continue to be let to the family private company of the Beneficial Owner after Completion at a higher rental of HK$60,000 per month, which is based on the preliminary market rental as appraised by Grant Sherman. This will constitute a continuing connected transaction for the Company. However as the applicable percentage ratios under the Listing Rules in respect of the letting is less than 5% and the annual rental income is less than HK$1,000,000, the letting of Workshop 8 will only constitute an exempt continuing connected transaction for the Company.

The audited turnover of the Target Company for the financial year ended 31 March 2013 was approximately HK$360,000 and the audited turnover of the Target Company for the nine months ended 31 December 2013 (as the Target Company changed its accounting date from 31 March to 31 December in 2013) was approximately HK$270,000. The audited net loss before tax of the Target Company for the year ended 31 March 2013 and for the period ended 31 December 2013 was approximately HK$1,905,428 and HK$356,832 respectively. The audited net loss after tax of the Target Company for the year ended 31 March 2013 and for the period ended 31 December 2013 was approximately HK$1,905,428 and HK$356,832 respectively. The unaudited net liabilities (including the net book value of the Properties) of the Target Company before exclusion of the Loan as at 30 April 2014 were HK$14,424,180 and the unaudited net liabilities of the Target Company after exclusion of the Loan as at 30 April 2014 were HK$7,297,331. Workshop No. 11 was acquired by the Target Company in July 2002 for HK$9,000,000 and Workshop No. 8 was acquired by the Target Company in September 2006 for HK$4,600,000. The unaudited net book value of the Properties as at 30 April 2014 was HK$10,886,082. The preliminary market value of the Properties as at 30 April 2014 as appraised by Grant Sherman is HK$150,000,000.

Information on the Company and the Group

The Company is the holding company of the Group which is principally engaged in:

(i) property development and property trading in Hong Kong;

(ii) property investment and holding;

(iii) property development in the Mainland China through the CCT Land Group;

(iv) manufacture and sale of telecom, electronic and child products through the CCT Land Group;

(v) manufacture and sale of plastic components;

(vi) the securities business; and

(vii) the newly established business in investment and trading of classic cars and the operations of classic car storage, restoration and maintenance center.

Change to the shareholding of the Company

The table below shows the shareholding movements of the Company before and immediately after the Completion (assuming no new Share will be issued from the date of this announcement to Completion):

Shareholders	**As at the date of this announcement** *No. of Shares*	*%*	**Issue of the Consideration Shares at Completion** *No. of Shares*	**Immediately after Completion** *No. of Shares*	*%*
New Capital Industrial Limited *(Note)*	171,357,615	28.27	-	171,357,615	22.62
Capital Force International Limited *(Note)*	96,868,792	15.98	-	96,868,792	12.79
Capital Winner Investments Limited *(Note)*	26,548,672	4.38	151,250,000	177,798,672	23.47
Mak Shiu Tong, Clement – the Beneficial Owner	8,475,652	1.40	-	8,475,652	1.12
Sub-total for the Beneficial Owner	**303,250,731**	**50.03**	**151,250,000**	**454,500,731**	**60.00**
Other Directors:					
Tam Ngai Hung, Terry	500,000	0.08	-	500,000	0.07
William Donald Putt	591,500	0.10	-	591,500	0.08
Sub-total for other Directors	1,091,500	0.18	-	1,091,500	0.15
Total non-public shareholders	**304,342,231**	**50.21**	**151,250,000**	**455,592,231**	**60.15**
Public Shareholders	**301,802,676**	**49.79**	**-**	**301,802,676**	**39.85**
Total	**606,144,907**	**100.00**	**151,250,000**	**757,394,907**	**100.00**

Note: New Capital Industrial Limited, Capital Force International Limited and Capital Winner Investments Limited are private corporations, the shares in each of which are wholly-owned by Mr. Mak Shiu Tong, Clement beneficially.

Application will be made to the Stock Exchange for the listing of, and the permission to deal in the Consideration Shares.

Reasons for and benefits of the proposed Transactions

Reference is made to section headed "Outlook" in the Chairman's letter of the Company's 2013 annual report, in which it was disclosed that the Group has established a new venture of investment and trading in classic cars earlier this year. The Company realizes that classic cars have been a very good performer in terms of value appreciation and have outperformed other collectibles such as gold, wine, stamps and coins over the last 10 years.

As part of the venture, the Company intends to establish a classic car restoration and maintenance ("R&M") center. The Company is of the view that the demand for classic car professional R&M services in the region is very high, attributable to the limited supply of such services in Hong Kong. The Company considers that the R&M center will supplement the classic car investment and trading business, which the Board believes to have good business prospects and promising growth potential and which may become a major contributor of revenue to the Group in the future. The Company has been looking for suitable property to house the R&M centre but it is difficult to find suitable property at reasonable price. Workshop 11 of the Properties is located on ground level and has wide shop front and high ceiling, which is very suitable for operations of classic car R&M facility. Therefore, the Company intends to use Workshop 11 as the R&M facility for classic cars. The Board is of the view that the Transactions will result in the following benefits to the Group:

(a) Workshop 11 will house the future restoration and maintenance center for classic cars, which will generate recurrent service income to the Group;

(b) the R&M service business will be part of and will supplement the development of the new business in the classic car investment and trading sector of the Group, which the Company considers to have good business prospects and promising growth potential;

(c) Workshop 8 will be let to a family company of the Beneficial Owner at market rental, which will increase the recurrent rental income of the Group;

(d) the Properties have convenient public transport access and are located on street level, with large shop front and high ceiling, which are suitable for commercial and retail uses. The potential for future price appreciation of the Properties is considered to be good. Furthermore, the Properties will enlarge the property investment and holdings of the Group;

(e) the Share Consideration will be settled by the Consideration Shares, which will not require cash outlay of the Group and will therefore conserve the cash resources of the Group; and

(f) the Consideration Shares will expand the capital of the Company and further improve the financial position of the Group.

In light of the benefits above, the Board believes that the terms of the Agreement are on normal commercial terms and are fair and reasonable, and in the interests of Shareholders as a whole.

Financial effects of the Transactions

Upon Completion, the Target Company will become a wholly-owned subsidiary of the Company and its accounts will be consolidated into the accounts of the Company. The fair value of identifiable assets and liabilities of the Target Company at Completion will be consolidated into the Group, as well as its income and expenses. Workshop 8 will be let at market rental to a family private company of the Beneficial Owner which will generate rental income to the Group. Workshop 11 will house the R&M facility which will generate service income to the Group. On the other hand, the capital of the Company will be increased by the Consideration Shares and the net assets of the Group will be increased accordingly. As the Loan will be satisfied in cash, the cash balance of the Group will be reduced to the extent of the amount of the Loan at Completion, but the assets of the Group will be correspondingly increased by the assets of the Target Company represented by the Loan, resulting in no material change in the net assets of the Group arising from the purchase and assignment of the Loan.

LISTING RULES IMPLICATONS

Discloseable and Connected Transaction for the Company

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Transactions is more than 5% but less than 25%, the Transactions constitute a discloseable transaction for the Company under the Listing Rules.

As the Beneficial Owner is the chairman, executive director, chief executive officer, and a substantial shareholder of the Company, he is a connected person under the Listing Rules. As such, the Transactions also constitute a connected transaction for the Company under the Listing Rules. The Transactions including the issue of the Consideration Shares are therefore subject to the approval of the Independent Shareholders at the SGM. The Beneficial Owner and his associates will abstain from voting in respect of the resolution(s) to approve the Transactions at the SGM.

GENERAL

An Independent Board Committee consisting of Mr. Tam King Ching, Kenny, Mr. Chow Siu Ngor and Mr. Chen Li, who are independent non-executive directors of the Company and who have no material interest in the Transactions, has been formed to advise the Independent Shareholders as to whether or not the terms of the Agreement and the Transactions are fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole. An independent financial adviser of the Company will be appointed to advise the Independent Board Committee and the Independent Shareholders in this regard.

A circular of the Company containing, among others, (i) further details of the Agreement and the Transactions; (ii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders in relation to the Transactions; (iii) the recommendation of the Independent Board Committee to the Independent Shareholders in relation to the Transactions; (iv) a valuation report on the Properties; and (v) a notice convening the SGM and a form of proxy will be despatched to the Shareholders on or before 30 May 2014 in accordance with the Listing Rules.

As Completion is subject to the fulfillment of a number of conditions precedent, the Transactions may or may not proceed. Shareholders and potential investors of the Company should exercise caution in dealing in the Shares.

"Agreement"	the conditional agreement dated 9 May 2014 entered into amongst Madam Yiu Yu Ying and Mr. Mak Chun Kiu as the Registered Holders, Mr. Mak Shiu Tong, Clement as the Beneficial Owner and the Company as the purchaser in respect of the Transactions;
"associate(s)"	has the same meaning as ascribed to it under the Listing Rules;
"Beneficial Owner"	Mr. Mak Shiu Tong, Clement;
"Board"	the board of the Directors;
"Business Day(s)"	A day (other than Saturdays, Sundays and public holidays) on which banks in Hong Kong are open for business;
"Cash Consideration"	has the meaning given to it under the sub-section headed "Consideration of the Transactions" under the section headed "The Agreement and the Transactions" of this announcement;
"CCT Land"	CCT Land Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the main board of the Stock Exchange;
"CCT Land Group"	CCT Land and its subsidiaries, from time to time;
"Company"	CCT Fortis Holdings Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability and the shares of which are listed on the main board of the Stock Exchange;
"Completion"	Completion of the Transactions pursuant to the Agreement;

"Completion Date"	on or before the third Business Day following the date of fulfillment or waiver of the conditions precedent (other than conditions (a) and (b) set out in the sub section headed "Conditions Precedent of the Agreement" under the section headed "The Agreement and the Transactions" of this announcement, which will be fulfilled or waived on the Completion Date) to the Agreement;
"connected person(s)"	has the same meaning as ascribed to it under the Listing Rules;
"Consideration Shares"	151,250,000 new Shares to be issued by the Company at Completion at the issue price of HK$0.80 a Share, pursuant to the Agreement to satisfy the Share Consideration;
"Director(s)"	the director(s) (including the independent non-executive directors) of the Company from time to time;
"Grant Sherman"	Grant Sherman Appraisal Limited, an independent professional valuer;
"Group"	the Company and its subsidiaries, from time to time;
"HK$"	Hong Kong dollar(s), the lawful currency of Hong Kong;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Independent Board Committee"	the independent board committee of the Company consisting Mr. Tam King Ching, Kenny, Mr. Chow Siu Ngor, and Mr. Chen Li, who are independent non-executive directors of the Company not having material interest in the Transactions, formed for the purpose of advising the Independent Shareholders on the terms of the Agreement and the Transactions;
"Independent Shareholders"	the Shareholders other than the Beneficial Owner and his associates;
"Inside Information Provisions"	as defined in the Listing Rules;

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Loan"	the outstanding interest-free loan due from the Target Company to the Beneficial Owner as at Completion, which amounted to HK$7,126,849 as at the date of this Agreement;
"Long Stop Date"	31 July 2014, or such later date as the parties to the Agreement may agree in writing;
"PRC"	the People's Republic of China, excluding Hong Kong for the purpose of this announcement;
"Properties"	the properties owned by the Target Company, consisting of Workshop 8 and Workshop 11, Ground Floor, Ming Pao Industrial Centre, 18 Ka Yip Street, Chai Wan, Hong Kong;
"Registered Holders"	Madam Yiu Yu Ying and Mr. Mak Chun Kiu, who is spouse and son respectively of the Beneficial Owner and who hold one Sale Share each in trust for the Beneficial Owner and who have agreed to enter into the Agreement to sell the Sale Shares to the Company (or its designated nominee(s)) on behalf of the Beneficial Owner;
"Sale Shares"	two issued and paid-up shares in the Target Company, representing the entire issued capital of the Target Company;
"SFO"	Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong);
"SGM"	the special general meeting of the Shareholders to be convened to consider and, if thought fit, inter alia, approve the Transactions (including the allotment and issue of the Consideration Shares);
"Share Consideration"	has the meaning given to it under the sub-section headed "Consideration of the Transactions" under the section headed "The Agreement and the Transactions" of this announcement;

"Shareholder(s)"	the holder(s) of the issued Share(s);
"Shares"	the share(s) of HK$0.10 each in the share capital of the Company;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"substantial shareholder(s)"	has the same meaning as ascribed to it under the Listing Rules;
"Target Company"	Cyber Profit (HK) Limited, a company incorporated in Hong Kong with limited liability;
"Transactions"	the proposed acquisition of the Sale Shares by the Company or its designated nominee(s) from the Registered Holders acting on behalf of the Beneficial Owner and the proposed acquisition of the Loan by the Company or its designated nominee(s) from the Beneficial Owner, all pursuant to the terms of the Agreement, and any other transaction as contemplated under the Agreement, including the issue of the Consideration Shares by the Company to satisfy the Share Consideration; and
"%"	per cent.

By Order of the Board of
CCT FORTIS HOLDINGS LIMITED
Tam Ngai Hung, Terry
Director

Hong Kong, 9 May 2014

As at the date of this announcement, the executive Directors are Mr. Mak Shiu Tong, Clement, Mr. Tam Ngai Hung, Terry, Ms. Cheng Yuk Ching, Flora and Dr. William Donald Putt and the independent non-executive Directors are Mr. Tam King Ching, Kenny, Mr. Chow Siu Ngor and Mr. Chen Li.

This announcement will be published and remains on the ''Latest Listed Company Information'' page of the Stock Exchange's website at www.hkexnews.hk for at least seven days from the day of its publication and will be published and remains on the website of the Company at www.cct-fortis.com/eng/investor/announcements.php.