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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 TRANSACTION

DISPOSAL OF CCT LAND SHARES

DISPOSAL OF CCT LAND SHARES

The Board announces that, on 9 July 2015, the Vendor disposed of an aggregate of 3,350,000,000 CCT Land Shares, representing approximately 4.77% of the total number of issued shares of CCT Land as at the date of this announcement, through on-market transactions on the trading platform of the Stock Exchange, at an average price of approximately HK$0.0246 per CCT Land Share. The gross sale proceeds (before transaction costs) and the net sale proceeds (after transaction costs) of the Disposal are approximately HK$82.5 million and HK$82.2 million, respectively. The Group intends to apply the net proceeds from the Disposal as general working capital and for business expansion, business development and investments of the Group.

As at the date of this announcement and before completion of the Disposal, the Company held indirectly through the Share Holding Companies a total of 16,800,000,000 CCT Land Shares (representing approximately 23.90% of the total number of issued shares of CCT Land). The Group has classified and accounted for the aforesaid shareholding interest in CCT Land as "interest in an associate", using equity method of accounting. Immediately after completion of the

Disposal, the Group will hold a total of 13,450,000,000 CCT Land Shares, representing approximately 19.13% of the total number of issued shares of CCT Land.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios, calculated by reference to Rule 14.07 of the Listing Rules, in respect of the Disposal exceed 5% but is less than 25%, the Disposal constitutes a discloseable transaction for the Company, subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DISPOSAL OF CCT LAND SHARES

The Board announces that, on 9 July 2015, the Vendor disposed of an aggregate of 3,350,000,000 CCT Land Shares, representing approximately 4.77% of the total number of issued shares of CCT Land as at the date of this announcement, through on-market transactions on the trading platform of the Stock Exchange, at an average price of approximately HK$0.0246 per CCT Land Share. The gross sale proceeds (before transaction costs) and the net sale proceeds (after transaction costs) of the Disposal are approximately HK$82.5 million and HK$82.2 million, respectively.

The Vendor is an indirect wholly-owned subsidiary of the Company and is a substantial shareholder of CCT Land. As at the date of this announcement and immediately before completion of the Disposal, the Vendor is beneficially interested in 13,100,000,000 CCT Land Shares, representing approximately 18.64% of the total number of issued shares of CCT Land. Immediately after completion of the Disposal, the Vendor will be beneficially interested in 9,750,000,000 CCT Land Shares, representing approximately 13.87% of the total number of issued shares of CCT Land as at the date of this announcement.

As the Disposal was made through on-market transactions on the trading platform of the Stock Exchange, the Company is not aware of the identity(ies) of the purchaser(s) of the Sale Shares . To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the purchasers of the Sale Shares are third parties independent of the Company and its connected persons.

Sale Shares

As at the date of this announcement, the authorized share capital of CCT Land is HK$1,200,000,000 divided into 120,000,000,000 CCT Land Shares of par value of HK$0.01 each, of which 70,278,993,990 CCT Land Shares are in issue.

The Sale Shares comprise 3,350,000,000 CCT Land Shares owned by the Vendor, representing approximately 4.77% of the total number of issued shares of CCT Land as at the date of this announcement.

As at the date of this announcement and before completion of the Disposal, the Company held indirectly through the Share Holding Companies a total of 16,800,000,000 CCT Land Shares (representing approximately 23.90% of the total number of issued shares of CCT Land). The Group has classified and accounted for the aforesaid shareholding interest in CCT Land as "interest in an associate", using equity method of accounting. Immediately after completion of the Disposal, the Group will hold a total of 13,450,000,000 CCT Land Shares, representing approximately 19.13% of the total number of issued shares of CCT Land.

Consideration, use of proceeds and completion of the Disposal

The gross sale proceeds (before transaction costs) and net sale proceeds (after transaction costs) of the Disposal are approximately HK$82.5 million and HK$82.2 million, respectively and the average gross selling price (before transaction costs) and average net selling price (after transaction costs) are approximately HK$0.0246 per CCT Land Share and HK$0.0245 per CCT Land Share, respectively. The consideration for the Disposal represented the market price of the CCT Land Shares at the time of the Disposal. The Disposal is expected to be completed on 13 July 2015 and the net sale proceeds will be received by the Vendor on 13 July 2015. The Group intends to apply the net gross proceeds from the Disposal of approximately HK$82.2 million as general working capital and for business expansion, business development and investments of the Group.

EFFECTS OF THE DISPOSAL ON THE SHAREHOLDING STRUCTURE OF CCT LAND

Assuming no new CCT Land Shares are allotted and issued and no repurchase of any CCT Land Shares have been made after the date of this announcement and up to the date of completion of the Disposal, the shareholding structure of CCT Land (i) as at the date of this announcement; and (ii) immediately after completion of the Disposal are as follows:

	As at the date of this announcement		Disposal	Immediately after completion of Disposal	
Shareholders	*No. of CCT Land Shares*	*%*	*No. of CCT Land Shares*	*No. of CCT Land Shares*	*%*
The Vendor	13,100,000,000	18.64%	(3,350,000,000)	9,750,000,000	13.87%
CAML	1,350,000,000	1.92%	-	1,350,000,000	1.92%
Expert Success	2,350,000,000	3.34%	-	2,350,000,000	3.34%
sub-total for the Group	16,800,000,000	23.90%	(3,350,000,000)	13,450,000,000	19.13%
Director:					
Tam Ngai Hung, Terry	20,000,000	0.03%	-	20,000,000	0.03%
Public Shareholders	53,458,993,990	76.07%	3,350,000,000	56,808,993,990	80.84%
Total	70,278,993,990	100.00%	-	70,278,993,990	100.00%

INFORMATION ON CCT LAND AND THE CCT LAND GROUP

CCT Land is the holding company of the CCT Land Group. The CCT Land Group is principally engaged in: (i) design and development, manufacturing and sale of telecom, child and electronic, and child products; and (ii) development and sale of residential and commercial properties in the PRC; and (iii) trading and sale of child products.

Based on the annual reports of CCT Land for the year ended 31 December 2013 and 2014:

(i) the audited consolidated net loss before taxation of the CCT Land Group for the two years ended 31 December 2013 and 2014 was approximately HK$30 million and HK$43 million respectively; and

(ii) the audited consolidated net loss after taxation of the CCT Land Group for the two years ended 31 December 2013 and 2014 was approximately HK$31 million and HK$53 million respectively.

REASONS FOR THE DISPOSAL

The Disposal will enable the Group to realize part of its investment in CCT Land at a significant premium to its carrying value in the books of the Group and the proceeds from the Disposal will

provide additional funds for the general working capital and business expansion, business development and investments of the Group.

Accordingly, the Directors (including the independent non-executive Directors) consider that the Disposal, which was made on market price, is on normal commercial terms which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

FINANCIAL EFFECTS OF THE DISPOSAL

As disclosed in the Group's audited consolidated statement of financial position as at 31 December 2014, the carrying value of the 16,800,000,000 CCT Land Shares held by the Group was approximately HK$286 million.

It is estimated that the Disposal will give rise to a realized gain to the Group. The unaudited realized gain of the Disposal is estimated to be approximately HK$25 million and is calculated on the basis of the difference of: (i) the amount of the net proceeds from the Disposal of approximately HK$82.2 million; and (ii) carrying value of the Group's interest in CCT Land, attributable to the Sale Shares on the date of completion of the Disposal.

INFORMATION ON THE VENDOR AND THE COMPANY

The Vendor is an indirect wholly-owned subsidiary of the Company and its principal activity is investment holding.

The Company is the holding company of the Group, which is principally engaged in the following activities as at the date of this announcement:

(a) property development and property trading in Hong Kong;
(b) property investment and holding;
(c) manufacture and sale of plastic components;
(d) the securities business;
(e) investment in classic cars and classic car service center; and
(f) trading in classic cars.

LISTING RULES IMPLICATIONS

As the applicable percentage ratios, calculated by reference to Rule 14.07 of the Listing Rules, in respect of the Disposal exceed 5% but are less than 25%, the Disposal constitutes a discloseable

transaction for the Company subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

The Group may dispose further shares in CCT Land and the Company will make further announcement(s) in compliance with the Listing Rules, as and when appropriate.

DEFINITIONS

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

"Board"	the board of Directors;
"CAML"	CCT Assets Management Limited, a company incorporated in the British Virgin Islands and an indirect wholly-owned subsidiary of the Company;
"CCT Land"	CCT Land Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange;
"CCT Land Group"	CCT Land and its subsidiaries;
"CCT Land Shares"	ordinary shares of HK$0.01 each in the share capital of CCT Land;
"Company"	CCT Fortis Holdings Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange;
"connected person(s)"	has the meaning ascribed to it under the Listing Rules;
"Directors"	the directors of the Company;
"Disposal"	the disposal of 3,350,000,000 CCT Land Shares by the Vendor on 9 July 2015 through on-market transactions on the trading platform of the Stock Exchange;

"Expert Success"	Expert Success International Limited, a company incorporated in the British Virgin Islands and an indirect wholly-owned subsidiary of the Company;
"Group"	the Company and its subsidiaries;
"Hong Kong"	Hong Kong Special Administrative Region of the People's Republic of China;
"HK$"	Hong Kong dollar, the lawful currency of Hong Kong;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"percentage ratios"	has the meaning ascribed to it under the Listing Rules;
"Sale Shares"	3,350,000,000 CCT Land Shares held by the Vendor, which were disposed by the Vendor on the market through the trading platform of the Stock Exchange, on 9 July 2015;
"Share Holding Companies"	the Vendor, Expert Success and CAML;
"Shares"	ordinary shares of HK$0.10 each in the share capital of the Company;
"Shareholders"	holders of the Shares;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"substantial shareholder(s)"	has the same meaning ascribed to it under the Listing Rules;
"Vendor"	Jade Assets Company Limited, a company incorporated in the British Virgin Islands with limited liability, which is an indirect wholly-owned subsidiary of the Company; and
"%"	per cent.

By Order of the Board of
CCT FORTIS HOLDINGS LIMITED
Mak Shiu Tong, Clement
Chairman

Hong Kong, 9 July 2015

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.