

Unless otherwise defined, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus (the “Prospectus”) of Super Strong Holdings Limited (the “Company”) dated 17 March 2016.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Placing described below before deciding whether or not to invest in the Shares thereby being offered.

Super Strong Holdings Limited

宏強控股有限公司

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING

**Number of Placing Shares : 240,000,000 Shares (comprising 160,000,000
New Shares and 80,000,000 Sale Shares)**
**Placing Price : HK\$0.33 per Placing Share, plus brokerage of
1%, SFC transaction levy of 0.0027% and
Stock Exchange trading fee of 0.005%**
Nominal Value : HK\$0.01 per Share
Stock Code : 8262

Sole Sponsor



Innovax Capital Limited

Sole Bookrunner and Sole Lead Manager



ANNOUNCEMENT OF PLACING PRICE AND ALLOTMENT RESULTS

SUMMARY

- The Placing Price has been determined at HK\$0.33 per Placing Share (exclusive of brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).

- Based on the Placing Price of HK\$0.33 per Placing Share and 240,000,000 Shares comprising 160,000,000 new Shares and 80,000,000 Sale Shares offered by the Company and the Selling Shareholder, respectively, the amount of net proceeds from the Placing to be received by the Company (after deducting underwriting commissions and estimated total placing expenses paid or payable by the Company) is estimated to be approximately HK\$39.7 million. The amount of net proceeds from the Placing to be received by the Selling Shareholder (after deducting underwriting commissions and estimated total placing expenses paid or payable by the Selling Shareholder) is estimated to be approximately HK\$24.7 million. The Company intends to apply such net proceeds in accordance with the purposes set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.
- The initial 240,000,000 Placing Shares (comprising 160,000,000 New Shares and 80,000,000 Sale Shares) offered under the Placing have been slightly over-subscribed.
- As at the date of this announcement, the Offer Size Adjustment Option has not been exercised and has lapsed.
- A total of 240,000,000 Shares have been conditionally allocated to a total of 115 selected individual, professional and institutional investors.
- The Directors confirm that, to the best of their knowledge and belief, all placees under the Placing are independent of and not connected with the Company and any of the Directors, chief executive, Controlling Shareholders or substantial shareholders (as defined under the GEM Listing Rules) of the Company or any of its subsidiaries, and their respective close associates or any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing, and none of the Shares subscribed by the placees has been financed directly or indirectly by any of the Directors, chief executive, Controlling Shareholders, substantial shareholders of the Company or any of its subsidiaries or their respective close associates, and none of the placees is accustomed to taking instructions from any of the Directors, chief executive, Controlling Shareholders, substantial shareholders of the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of Shares registered in his/her/its name or otherwise held by him/her/it. No placee will, individually, be placed with more than 10% of the enlarged issued share capital of the Company immediately after completion of the Placing.
- The Directors confirm that, immediately after completion of the Placing, the Company will comply with Rule 11.23(7) of the GEM Listing Rules that the public float of the Company will be at least 25% of the enlarged issued share capital of the Company, and not more than 50% of the Shares in public hands at the time of Listing will be owned by the three largest public Shareholders as required under Rule 11.23(8) of the GEM Listing Rules.
- Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. (Hong Kong time) on Wednesday, 30 March 2016. The Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 8262.

- **Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

PLACING PRICE AND USE OF NET PROCEEDS FROM THE PLACING

On Tuesday, 22 March 2016, the Placing Price has been determined at HK\$0.33 per Placing Share (exclusive of brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).

Based on the Placing Price of HK\$0.33 per Placing Share and 240,000,000 Shares comprising 160,000,000 new Shares and 80,000,000 Sale Shares offered by the Company and the Selling Shareholder, respectively, the amount of net proceeds from the Placing to be received by the Company (after deducting underwriting commissions and estimated total placing expenses paid or payable by the Company) is estimated to be approximately HK\$39.7 million. The amount of net proceeds from the Placing to be received by the Selling Shareholder (after deducting underwriting commissions and estimated total placing expenses paid or payable by the Selling Shareholder) is estimated to be approximately HK\$24.7 million. The Company intends to apply such net proceeds in accordance with the purposes set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus. The Company intends to apply the net proceeds of the Placing for the purposes and in the amounts as set out below:

- approximately 55.0% of the net proceeds, or approximately HK\$21.8 million, for further developing our general building and specialised building business by undertaking more private and public projects, and reserving for performance bonds;
- approximately 17.9% of the net proceeds, or approximately HK\$7.1 million, for the application for promotion to confirmation status in Group B in the category of buildings in the List of Approved Contractors for Public Works by increasing the employed capital of WM Construction;
- approximately 10.2% of the net proceeds, or approximately HK\$4.1 million, for further strengthening our manpower, including the hiring of a site foreman, a quantity surveyor and a senior accounting manager, and sponsoring our staff to attend technical seminars and necessary trainings;
- approximately 5.4% of the net proceeds, or approximately HK\$2.2 million, for improvement of computer equipment, system and software for our Group’s business operation;
- approximately 1.5% of the net proceeds, or approximately HK\$0.6 million, for establishing an integrated management system for environmental management, and occupational health and safety management and obtaining the ISO 14001:2004 certification for environmental management system and OHSAS 18001:2007 certification for occupational health and safety management system; and

- approximately 10.0% of the net proceeds, or approximately HK\$3.9 million, for working capital and other general corporate purposes.

LEVEL OF INDICATIONS OF INTERESTS UNDER THE PLACING

The initial 240,000,000 Placing Shares offered under the Placing have been slightly over-subscribed.

As at the date of this announcement, the Offer Size Adjustment Option has not been exercised and has lapsed.

A total of 240,000,000 Shares have been conditionally allocated to a total of 115 selected individual, professional and institutional investors.

RESULTS OF ALLOCATION UNDER THE PLACING

Pursuant to the Placing, a total of 240,000,000 Shares have been conditionally allocated to a total of 115 selected individual, professional and institutional investors. The distribution of the Placing Shares is set forth as below:

	Aggregate number of Placing Shares allocated	Approximate percentage of the total number of Placing Shares allocated	Approximate percentage of shareholding to the enlarged issued share capital of the Company immediately after completion of the Capitalisation Issue and the Placing
Top placee	39,500,000	16.46%	4.94%
Top 5 placees	119,600,000	49.83%	14.95%
Top 10 placees	178,600,000	74.42%	22.33%
Top 25 placees	239,092,000	99.62%	29.89%

Number of Placing Shares allocated	Number of places
10,000 to 200,000	91
200,001 to 2,000,000	3
2,000,001 to 3,000,000	3
3,000,001 to 5,000,000	5
5,000,001 and above	<u>13</u>
 Total	 <u><u>115</u></u>

The Directors confirm that, to the best of their knowledge and belief, all placees under the Placing are independent of and not connected with the Company and any of the Directors, chief executive, Controlling Shareholders, substantial shareholders (as defined under the GEM Listing Rules) of the Company or any of its subsidiaries, and their respective close associates or any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing, and none of the Shares subscribed by the placees has been financed directly or indirectly by any of the Directors, chief executive, Controlling Shareholders, substantial shareholders of the Company or any of its subsidiaries or their respective close associates, and none of the placees is accustomed to taking instructions from any of the Directors, chief executive, Controlling Shareholders, substantial shareholders of the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of Shares registered in his/her/its name or otherwise held by him/her/it. No placee will, individually, be placed with more than 10% of the enlarged issued share capital of the Company immediately after completion of the Placing.

Immediately after completion of the Placing (without taking into account any Shares which may be issued pursuant to the exercise of any options that may be granted under the Share Option Scheme), the shareholding structure of the Company will be as follows:

	Number of Shares	Approximate percentage of shareholding in the Company
Best Brain Investments Limited (<i>Note 1</i>)	400,000,000	50%
NEO Paramount Limited (<i>Note 2</i>)	160,000,000	20%
Public Shareholders	240,000,000	30%

Notes:

1. Best Brain Investments Limited is legally and beneficially owned as to 100% by Mr. Kwok Tung Keung, the chairman of the Board and an executive Director.
2. NEO Paramount Limited is legally and beneficially owned as to 100% by Mr. Lee Kin Kee, the non-executive Director of our Company.

No placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after completion of the Capitalisation Issue and the Placing.

Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

MINIMUM PUBLIC FLOAT REQUIREMENT

Pursuant to Rule 11.23(7) of the GEM Listing Rules, the Company is required to maintain a public float of at least 25% of its total issued share capital at the time of the Listing and at all times thereafter. Pursuant to Rule 11.23(8) of the GEM Listing Rules, not more than 50% of the Shares in public hands at the time of the Listing shall be owned by the three largest public Shareholders. The Directors confirmed that immediately after completion of the Capitalisation Issue and the Placing, the Company will comply with the public float requirements under Rule 11.23(7) and Rule 11.23(8) of the GEM Listing Rules that the public float of the Company will be at least 25% of the enlarged issued share capital of the Company, and not more than 50% of the Shares in public hands at the time of the Listing will be owned by the three largest public Shareholders.

DEPOSIT OF SHARE CERTIFICATES INTO CCASS

Subject to the granting of the listing of, and permission to deal in, the Shares on GEM and the compliance by the Company with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or such other date as determined by HKSCC.

Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

No receipt will be issued for any application monies paid. The Company will not issue any temporary documents of title.

The share certificates issued in respect of the Placing Shares will be deposited into CCASS on Tuesday, 29 March 2016 for credit to the relevant CCASS Participants' stock accounts or CCASS Investor Participants' stock accounts designated by the Sole Lead Manager, the placees or their respective agents (as the case may be).

Prospective investors of the Placing Shares should note that the Sole Lead Manager is entitled to terminate its obligations under the Underwriting Agreement by giving written notice to the Company upon the occurrence of any of the events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. In the event that the Underwriting Agreement does not become unconditional or is terminated in accordance with its terms and conditions, all money received will be refunded to applicants under the Placing without interests, the Stock Exchange will be notified immediately, and an

announcement in respect of the lapse of the Placing will be published by the Company on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.wmcl.com.hk accordingly.

All share certificates will only become valid certificates of title when the Placing has become unconditional in all respects and the Underwriting Agreement has not been terminated in accordance with its terms prior to 8:00 a.m. on the Listing Date.

COMMENCEMENT OF DEALINGS

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Wednesday, 30 March 2016. If there is any change to the expected timetable, an announcement will be published immediately by the Company on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.wmcl.com.hk. Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 8262.

By order of the Board
SUPER STRONG HOLDINGS LIMITED
Kwok Tung Keung
Chairman

Hong Kong, 29 March 2016

As at the date of this announcement, the executive Directors are Mr. Kwok Tung Keung and Mr. Chan Siu Kay Francis, non-executive Director is Mr. Lee Kin Kee and the independent non-executive Directors are Mr. Li Kar Fai Peter, Mr. So Chi Wai and Ms. Wong Suk Fong.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement and a copy of the Prospectus will remain on the website of GEM at www.hkgem.com and, in the case of this announcement, on the "Latest Company Announcements" page for at least 7 days from the day of its posting. This announcement and a copy of the Prospectus will also be published on the Company's website at www.wmcl.com.hk.