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**(1) COMPLETION OF PLACING OF THE REMAINING
3,250,000,000 PLACING SHARES**

AND

(2) POSITIVE PROFIT ALERT

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

Reference is made to the Relevant Announcements.

COMPLETION OF PLACING OF THE REMAINING 3,250,000,000 PLACING SHARES

The Board is pleased to announce that since the First Completion Date, the Placing Agent has successfully placed the remaining 3,250,000,000 Placing Shares (representing approximately 4.968% of the existing issued share capital of CCT Land) at the Placing Price of HK\$0.015 per Placing Share to independent third party Placees. Completion of the Placing of the remaining 3,250,000,000 Placing Shares took place on 23 December 2014. Accordingly, all of the 6,500,000,000 Placing Shares have been successfully placed by the Placing Agent pursuant to the terms and conditions of the Placing Agreement. The Vendor has received net proceeds of approximately HK\$48 million from the Placing of the remaining 3,250,000,000 Placing Shares. The accumulated net proceeds of approximately HK\$96 million received by the Vendor from Placing of all the 6,500,000,000 Placing Shares will be applied as general working capital and to fund expansion of the classic cars business of the Remaining Group. Upon completion of the Placing of the remaining 3,250,000,000 Placing Shares on the Second Completion Date, the shareholding interest of the Remaining Group in CCT Land has been reduced to 26,526,391,124

CCT Land Shares, representing approximately 40.55% of the existing issued share capital of CCT Land.

POSITIVE PROFIT ALERT

The Board wishes to inform the Shareholders and potential investors that based on information currently available to the Company, the Board expects that the Group will possibly record an increase in the consolidated profit attributable to owners of the parent for the year ending 31 December 2014, as compared to the consolidated profit attributable to owners of the parent of HK\$232 million for the year ended 31 December 2013. The expected increase in consolidated net profit in 2014 is primarily attributable to the expected realised gains arising from completion of the Placing and the expected unrealised gains arising from the de-consolidation of the CCT Land Group from the Group as a result of the Placing and the accounting treatment and classification of the 16,800,000,000 CCT Land Shares as “investment in an associate” under non-current assets and the Remaining Shareholdings as “financial assets at fair value through profit or loss” under current assets.

The information relating to the positive profit alert contained in this announcement is only a preliminary assessment by the Board based on information currently available to the Group and is not based on any information or figures audited or reviewed by the auditors of the Company.

Shareholders and potential investors are advised to exercise caution when dealing the shares of the Company.

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

Reference is made to the announcement of the Company dated 5 December 2014 (the “**First Relevant Announcement**”) in relation to, among others, the entering into of the Placing Agreement between the Vendor and the Placing Agent in relation to the Placing by the Placing Agent, on a best effort basis, of up to 6,500,000,000 Placing Shares held by the Vendor. Reference is also made to the announcement of the Company dated 18 December 2014 (the “**Second Relevant Announcement**”) in relation to, among others, the completion of the Placing of the first tranche of 3,250,000,000 Placing Shares. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the First Relevant Announcement and the Second Relevant Announcement (collectively as the “**Relevant Announcements**”).

COMPLETION OF PLACING THE REMAINING 3,250,000,000 PLACING SHARES

The Board is pleased to announce that since the First Completion Date, the Placing Agent has successfully placed the remaining 3,250,000,000 Placing Shares (representing approximately 4.968% of the existing issued share capital of CCT Land) at the Placing Price of HK\$0.015 per Placing Share to independent third party Placees. Completion of the Placing of the remaining 3,250,000,000 Placing Shares took place on 23 December 2014 (the “**Second Completion Date**”). Accordingly, all of the 6,500,000,000 Placing Shares have been successfully placed by the Placing Agent pursuant to the terms and conditions of the Placing Agreement. The Vendor has received net proceeds of approximately HK\$48 million from the Placing of the remaining 3,250,000,000 Placing

Shares. The accumulated net proceeds of HK\$96 million received by the Vendor from Placing of all the 6,500,000,000 Placing Shares will be applied as general working capital and to fund expansion of the classic car business of the Remaining Group. Upon completion of the Placing of the remaining 3,250,000,000 Placing Shares on the Second Completion Date, the shareholding interest of the Remaining Group in CCT Land has been reduced to 26,526,391,124 CCT Land Shares, representing approximately 40.55% of the existing issued share capital of CCT Land.

As disclosed in the Second Relevant Announcement, upon completion of the Placing of the first tranche of the 3,250,000,000 Placing Shares on the First Completion Date, the shareholding interest of the Remaining Group in CCT Land has fallen below 50%. As such, the Company no longer holds a majority of the voting right in CCT Land and members of the CCT Land Group have ceased to be accounted for as subsidiaries of the Company and consequently, their accounts are no longer consolidated into the Remaining Group's accounts with effect from the First Completion Date. Furthermore, after the First Completion Date, the Remaining Group will account and classify 16,800,000,000 CCT Land Shares that it held (representing approximately 25.68% of the existing issued share capital of CCT Land) in its consolidated statement of financial position as "interest in an associate" under the "non-current asset" category using the equity method. In addition, the Vendor has transferred the Remaining Shareholdings of 9,726,391,124 CCT Land Shares (representing approximately 14.87% of the existing issued share capital of CCT Land) to CCT Securities, which will classify the Remaining Shareholdings in the consolidated statement of financial position of the Remaining Group as "financial assets at fair value through profit or loss" under the "current asset" category, after the First Completion Date.

EFFECTS OF COMPLETION OF THE PLACING OF ALL THE 6,500,000,000 PLACING SHARES IN TWO TRANCHES ON THE SHAREHOLDING STRUCTURE OF CCT LAND

The effects of completion of the Placing of all the 6,500,000,000 Placing Shares in two tranches on the shareholding structure of CCT Land (i) as at the date of the First Relevant Announcement; (ii) as at the First Completion Date; and (iii) as at the Second Completion Date are as follows:

	As at the date of First Relevant Announcement		Transfer	Placing of the first tranche of Placing Shares	As at the First Completion Date	
	<u>No. of CCT Land Shares</u>	<u>%</u>	<u>No. of CCT Land Shares</u>	<u>No. of CCT Land Shares</u>	<u>No. of CCT Land Shares</u>	<u>%</u>
Shareholders						
The Vendor (Notes 1 to 4)	29,326,391,124	44.83%	(9,726,391,124)	(3,250,000,000)	16,350,000,000	24.99%
CAML	1,350,000,000	2.06%	-	-	1,350,000,000	2.06%
Expert Success	2,350,000,000	3.60%	-	-	2,350,000,000	3.60%
CCT Securities (Note 4)	-	-	9,726,391,124	-	9,726,391,124	14.87%
Sub-total for the Remaining Group	33,026,391,124	50.49%	-	(3,250,000,000)	29,776,391,124	45.52%
Directors:						
Tam Ngai Hung, Terry	20,000,000	0.03%	-	-	20,000,000	0.03%
Chen Li	10,000,000	0.02%	-	-	10,000,000	0.02%
Sub-total for directors	30,000,000	0.05%	-	-	30,000,000	0.05%
The Places	-	-	-	3,250,000,000	3,250,000,000	4.97%
Other Public Shareholders	32,357,602,866	49.46%	-	-	32,357,602,866	49.46%
Total	65,413,993,990	100.00%	-	-	65,413,993,990	100.00%

	As at the First Completion Date		Placing of the Remaining Placing Shares	As at the Second Completion Date	
Shareholders	No. of CCT Land Shares	%	No. of CCT Land Shares	No. of CCT Land Shares	%
The Vendor (Notes 1 to 4)	16,350,000,000	24.99%	(3,250,000,000)	13,100,000,000	20.02%
CAML	1,350,000,000	2.06%	-	1,350,000,000	2.06%
Expert Success	2,350,000,000	3.60%	-	2,350,000,000	3.60%
CCT Securities (Note 4)	9,726,391,124	14.87%	-	9,726,391,124	14.87%
Sub-total for the Remaining Group	29,776,391,124	45.52%	(3,250,000,000)	26,526,391,124	40.55%
Directors:					
Tam Ngai Hung, Terry	20,000,000	0.03%	-	20,000,000	0.03%
Chen Li	10,000,000	0.02%	-	10,000,000	0.02%
Sub-total for directors	30,000,000	0.05%	-	30,000,000	0.05%
The Placees	3,250,000,000	4.97%	3,250,000,000	6,500,000,000	9.94%
Other Public Shareholders	32,357,602,866	49.46%	-	32,357,602,866	49.46%
Total	65,413,993,990	100.00%	-	65,413,993,990	100.00%

Notes :

1. The Placing of the first tranche of 3,250,000,000 Placing Shares was completed on the First Completion Date.
2. The Placing of the remaining 3,250,000,000 Placing Shares was completed on the Second Completion Date.
3. After the First Completion Date, the Remaining Group will account and classify 16,800,000,000 CCT Land Shares in its consolidated statement of financial position as “interest in an associate” under “non-current assets” category using the equity method.
4. The Vendor has transferred the Remaining Shareholdings of 9,726,391,124 CCT Land Shares to CCT Securities, which will classify the Remaining Shareholdings in the consolidated statement of financial position of the Remaining Group as “financial assets at fair value through profit or loss” under the “current asset” category, after the First Completion Date.

POSITIVE PROFIT ALERT

The Board wishes to inform the Shareholders and potential investors that based on information currently available to the Company, the Board expects that the Group will possibly record an increase in the consolidated profit attributable to owners of the parent for the year ending 31 December 2014, as compared to the consolidated profit attributable to owners of the parent of HK\$232 million for the year ended 31 December 2013. The expected increase in consolidated net profit is primarily attributable to the expected realised gains arising from completion of the Placing and the expected unrealised gains arising from de-consolidation of the CCT Land Group from the Group as a result of the Placing and the accounting treatment and classification in the consolidated statement of financial position of the Remaining Group in respect of the 16,800,000,000 CCT Land Shares as “investment in an associate” under non-current assets and the Remaining Shareholdings as “financial assets at fair value through profit or loss” under current assets.

As a result of the completion of the Placing of all the Placing Shares, it is estimated that the Placing will give rise to realised gains. The estimated realized gains are calculated based on the difference of: (1) the net proceeds of HK\$96 million from completion of Placing of all the Placing Shares; and (2) the estimated carrying amount of net assets of the CCT Land Group in the books of the Remaining Group on each Completion Date, attributable to the Placing Shares successfully placed at each Placing. The unaudited realized gains arising from the Placing of all the 6,500,000,000 Placing Shares are estimated to be not less than HK\$82 million.

The Board further expects that the de-consolidation of the CCT Land Group as a result of the Placing and the accounting treatment and classification of the 16,800,000,000 CCT Land Shares in the consolidated statement of financial position of the Remaining Group as “investment in an associate” under non-current assets using equity method and the Remaining Shareholdings as “financial assets at fair value through profit or loss” under current assets will give rise to estimated unaudited unrealised gains of not less than HK\$338 million. These estimated unrealised gains are calculated based on the difference of: (1) the respective market value of 16,800,000,000 CCT Land Shares and the Remaining Shareholding of 9,726,391,124 CCT Land Shares, calculated based on the closing price of a CCT Land Share as quoted on the Stock Exchange as at the First Completion Date; and (2) the respective portion of the estimated carrying amount of net assets of CCT Land Group in the book of the Remaining Group on the First Completion Date, as attributable to the 16,800,000,000 CCT Land Shares and the Remaining Shareholdings respectively. These estimated realised gains and unrealised gains of not less than HK\$420 million in total will be credited to the consolidated statement of profit or loss of the Remaining Group in the year ending 31 December 2014. These estimated realised gains and unrealised gains may be subject to adjustments as when the actual figures of the carrying amounts of the net assets of the CCT Land Group in the books of the Remaining Group as at the relevant dates are available.

As the company is still in the process of preparing the Group’s audited consolidated final results for the year ending 31 December 2014, the Group’s consolidated net profit attributable to shareholders for the current year cannot be quantified accurately at the date of this announcement. Furthermore, the final results of the Group for 2014 will also be subject to the result performance of the principal business segments of the Group. The information contained in this announcement is only based on preliminary assessment by the Company’s management currently available and is not based on any figures or information that has been audited or reviewed by the Company’s auditors. The finalized audited consolidated final results of the Group and other related details will be disclosed in the 2014 final results announcement (which is expected to be released in March 2015) and the 2014 annual report to be published by the Company (which is expected to be published in April 2015).

Shareholders and potential investors are advised to exercise caution when dealing the shares of the Company.

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

Hong Kong, 23 December 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.