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## **C CHENG HOLDINGS LIMITED**

**思城控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8320)**

### **PROPOSED TRANSFER OF LISTING FROM THE GROWTH ENTERPRISE MARKET TO THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED**

**Financial adviser to C Cheng Holdings Limited**



This announcement is made pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The Board is pleased to announce that the Company submitted a formal application to the Stock Exchange on 24 April 2015 for the Transfer of Listing pursuant to Chapter 9A of the Main Board Listing Rules. The Transfer of Listing will not involve any issue of new Shares by the Company.

**Shareholders and potential investors of the Company should be aware that the Transfer of Listing is subject to, among other things, the granting of the relevant approval and permission by the Stock Exchange. There is no assurance that approval and permission will be obtained from the Stock Exchange for the Transfer of Listing. Accordingly, the Transfer of Listing may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.**

## **PROPOSED TRANSFER OF LISTING**

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## **REASONS FOR THE TRANSFER OF LISTING**

The Company has been listed on GEM since 20 December 2013. The Group is a comprehensive architectural service provider in Hong Kong and the PRC. Its five major practice areas include: (a) architecture; (b) landscape architecture; (c) town planning; (d) interior design; and (e) heritage conservation. The Directors consider that the Transfer of Listing will enhance the trading liquidity of the Shares and promote the Company's corporate profile and recognition among public investors. Therefore, the Directors are of the view that the Transfer of Listing will be beneficial to the future growth, financing flexibility and business development of the Group.

The Transfer of Listing will not involve any issue of new Shares by the Company.

The Board does not contemplate any material change in the nature of the business activities of the Group following the Transfer of Listing.

## **CONDITIONS OF THE TRANSFER OF LISTING**

**Shareholders and potential investors of the Company should be aware that the Transfer of Listing is subject to, among other things, the granting of the relevant approval and permission by the Stock Exchange. There is no assurance that approval and permission will be obtained from the Stock Exchange for the Transfer of Listing. Accordingly, the Transfer of Listing may or may not proceed. Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the Shares.**

Further announcement(s) will be made to keep the Shareholders and potential investors of the Company informed of the progress of the proposed Transfer of Listing as and when appropriate and in accordance with the GEM Listing Rules and the Main Board Listing Rules.

## DEFINITIONS

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

“Board”	the board of Directors
“Company”	C Cheng Holdings Limited (思城控股有限公司), a company incorporated in the Cayman Islands with limited liability and the Shares of which are currently listed on GEM (stock code: 8320)
“Director(s)”	the director(s) of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company together with its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Main Board”	the securities market operated by the Stock Exchange prior to the establishment of GEM (excluding the options market) which continues to be operated by the Stock Exchange in parallel with GEM, and for avoidance of doubt, it does not include GEM for the purpose hereof
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and the Taiwan region
“Share(s)”	the ordinary share(s) of HK\$0.01 each in the capital of the Company
“Shareholders”	holder(s) of the Share(s)

“Stock Exchange”

The Stock Exchange of Hong Kong Limited

“Transfer of Listing”

the transfer of listing of the Shares from GEM to the Main Board pursuant to Chapter 9A of the Main Board Listing Rules

By order of the Board  
**C Cheng Holdings Limited**  
**Liang Ronald**  
*Chairman*

Hong Kong, 24 April 2015

*As at the date of this announcement, the executive Directors are Mr. Liang Ronald, Mr. Fu Chin Shing, Mr. Wang Jun You, Mr. Lo Kin Nang, Mr. Ng Kwok Fai and Mr. He Xiao, and the independent non-executive Directors are Mr. Lo Wai Hung, Mr. Wang Julius and Mr. Yu Chi Hang.*

*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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least seven days from the date of its publication and will also be published on the “Listed Company Information” page of the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and on the Company’s website at [www.cchengholdings.com](http://www.cchengholdings.com).*