

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong 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.*



## **Ching Lee Holdings Limited**

**正利控股有限公司**

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

**(Stock Code: 8318)**

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

This announcement is made by our Company pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions.

Our Board is pleased to announce that our Company submitted a formal application to the Stock Exchange on 16 May 2017 for the Proposed Transfer of Listing from GEM to Main Board pursuant to the relevant provisions of the GEM Listing Rules and the Main Board Listing Rules.

The Board believes that the Proposed Transfer of Listing will enhance the corporate profile of our Company and improve the trading liquidity of the Shares and recognitions by potential investors. The Board is also of the view that the Proposed Transfer of Listing, if successful, is beneficial to the future growth and development of our Group and is in the overall interests of our Company and the Shareholders.

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

## **INTRODUCTION**

This announcement is made by our Company pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions.

Our Board is pleased to announce that our Company submitted a formal application to the Stock Exchange on 16 May 2017 of the Proposed Transfer of Listing from GEM to the Main Board pursuant to the relevant provisions of the GEM Listing Rules and the Main Board Listing Rules. The Proposed Transfer of Listing will not involve issue of any new Shares by the Company.

The Company has appointed Kingsway Capital Limited as the financial adviser to the Company in relation to the Proposed Transfer of Listing.

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

The Company has been listed on GEM since 29 March 2016. The Company is an investment holding company. The Group is principally engaged in providing (i) substructure building work services; (ii) superstructure building work services; and (iii) RMAA work as a main contractor in Hong Kong.

The Board believes that the Proposed Transfer of Listing will enhance the corporate profile of our Company and improve the trading liquidity of the Shares and recognitions by potential investors. The Board is also of the view that the Proposed Transfer of Listing, if successful, is beneficial to the future growth and development of our Group and is in the overall interests of our Company and the Shareholders.

As at the date of this announcement, the Board had no intention to change the nature of business of the Group.

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

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

Further announcement(s) will be made by the Company to keep the Shareholders and potential investors informed of the progress of the Proposed Transfer of Listing as and when appropriate.

## **DEFINITIONS**

In this announcement, the following definitions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Company”	Ching Lee Holdings Limited, a company incorporated in the Cayman Islands with limited liability, and the Shares of which are listed on GEM
“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 and its subsidiaries
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Inside Information Provisions”	the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the SFO
“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 parallel with GEM. For the avoidance of doubt, the Main Board excludes GEM
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Proposed Transfer of Listing”	the proposed transfer of the listing of the Shares from GEM to Main Board pursuant to Chapter 9A of the Main Board Listing Rules
“RMAA”	RMAA refers to repair, maintenance, alternation and addition for an existing structure
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) with a nominal value of HK\$0.01 each in the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board  
**Ching Lee Holdings Limited**  
**Mr. NG Choi Wah**  
*Chairman*

Hong Kong, 16 May 2017

*As at the date of this announcement, the executive Directors are Mr. Ng Choi Wah, Mr. Lui Yiu Wing and Mr. Lam Ka Fai, and the independent non-executive Directors are Dr. Wai Wing Hong Onyx, Mr. Tong Hin Sum Paul and Mr. Chau Kam Wing Donald.*

*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 will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication and on the Company’s website at [www.chingleeholdings.com](http://www.chingleeholdings.com).*