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CREATOR HOLDINGS LIMITED

創達集團有限公司*

(Incorporated in the British Virgin Islands with limited liability)



HKC (HOLDINGS) LIMITED

香港建設(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 190)

(Warrant code: 1403)

(website: www.hkcholdings.com)

**JOINT CLARIFICATION ANNOUNCEMENT
FOR**

**(1) ACQUISITION OF THE SALE SHARES AND THE SALE WARRANTS
IN HKC (HOLDINGS) LIMITED;**

**(2) MANDATORY UNCONDITIONAL CASH OFFERS BY
SOMERLEY CAPITAL LIMITED**

**FOR AND ON BEHALF OF CREATOR HOLDINGS LIMITED TO ACQUIRE
ALL THE ISSUED SHARES AND ALL THE OUTSTANDING WARRANTS
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED
BY CREATOR HOLDINGS LIMITED AND PARTIES ACTING IN CONCERT
WITH IT) AND TO CANCEL ALL THE OUTSTANDING SHARE OPTIONS
OF HKC (HOLDINGS) LIMITED**

Reference is made to the joint announcement dated 26 January 2015 (the “Joint Announcement”). Unless otherwise stated, capitalized terms used herein shall bear the same meanings as defined in the Joint Announcement.

The Board would like to clarify that in the paragraph headed “Shareholding Structure of the Company” of the Joint Announcement, the number of Shares held by the Directors should have been “**180,000**” instead of “150,000” and as a result, the number of Shares held by the public Shareholders should have been “**4,819,754,675**” instead of “4,819,784,675” in the Joint Announcement. The table of the shareholding structure is revised and restated as follows:

SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company (i) as at the date of the Joint Announcement; and (ii) immediately after Completion and before the Share Offer (assuming there will be no other changes to the shareholding structure of the Company from the date of the Joint Announcement to the Completion Date and before the Share Offer):

	As at the date of the Joint Announcement		Immediately after Completion and before the Share Offer	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
The Offeror and its concert parties	5,185,844,600	44.7%	6,775,979,889	58.4%
The Vendors	1,590,135,289	13.7%	–	0.0%
Directors	180,000	0.0%	180,000	0.0%
Public Shareholders	4,819,754,675	41.6%	4,819,754,675	41.6%
Total	<u>11,595,914,564</u>	<u>100.0%</u>	<u>11,595,914,564</u>	<u>100.0%</u>

For the avoidance of doubt, the shareholding information of the Offeror and parties acting in concert with it in the Joint Announcement is not affected by the above revisions to the shareholding figures.

The 30,000 Shares in question (being less than 0.0003% of the entire issued Shares of the Company) are not considered material. Nevertheless, whilst the Company has sought to ensure that the figures above are accurate and correctly presented in the Joint Announcement, the Company wishes to apologize for any inconvenience that might have caused from the mis-quote of the above numbers out of inadvertent lapse in concentration to bring forth to the Company the relevant up-to-date shareholding information of the relevant individual Director (not being Mr. OEI Kang, Eric).

By Order of the board of directors of
Creator Holdings Limited
OEI Kang, Eric
Director

By Order of the Board
HKC (Holdings) Limited
CHAN Kwok Fong, Joseph
Executive Director

Hong Kong, 18 February 2015

As at the date of this joint announcement, the directors of the Offeror are Mr. OEI Kang, Eric and Mrs. OEI Valonia Lau.

As at the date of this joint announcement, the Board comprises nine directors, of which Mr. OEI Kang, Eric, Mr. CHAN Kwok Fong, Joseph, Mr. LEE Shiu Yee, Daniel and Mr. WONG Jake Leong, Sammy are executive directors; Mr. OEI Tjie Goan and Ms. YEN Teresa are non-executive directors; and Mr. CHUNG Cho Yee, Mico, Mr. CHENG Yuk Wo and Mr. Albert Thomas DA ROSA, Junior are independent non-executive directors.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Group) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed (other than those expressed by the Offeror and parties acting in concert with it) in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.

** For identification purposes only*