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## **Super Strong Holdings Limited**

**宏強控股有限公司**

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

**(Stock Code: 8262)**

### **DISCLOSEABLE TRANSACTION — PURCHASE OF ABOUT 49.06% OF THE ISSUED SHARE CAPITAL OF UNIMAX PROPERTY CONSULTANCY LIMITED**

#### **THE PURCHASE**

The Board is pleased to announce that on 25 May 2018 (after trading hours), the Vendors and the Purchaser, a wholly owned subsidiary of the Company, entered into the Agreement, pursuant to which the Vendors agreed to sell, and the Purchaser agreed to purchase, the Sale Share representing approximately 49.06% of the issued share capital of Unimax Property Consultancy Limited (“**Unimax**”) for the Consideration of HK\$9,800,000.

#### **LISTING RULES IMPLICATIONS**

As one or more of the applicable percentage ratios set forth under Rule 19.07 of the Listing Rules in respect of the Purchase exceed 5% but are less than 25%, the Purchase constitutes a disclosable transaction of the Company under Chapter 19 of the GEM Listing Rules.

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## **THE AGREEMENT**

The principal terms of the Agreement are as follows:

### **Date**

25 May 2018 (after trading hours)

### **Parties**

- (i) Mr. Yuen Kwok Cheung and Ms. Ng Lai Ching as the Vendors; and
- (ii) King Victory Investment Limited as the Purchaser.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Vendors are third parties independent of and not connected with the Company and its connected persons.

### **The Sale Share**

The Sale Share represents approximately 49.06% of the issued share capital of Unimax, a company incorporated in Hong Kong with limited liability.

### **Consideration**

The Consideration for the Sale Share is HK\$9,800,000, which was determined after the arm's length between the Vendors and the Purchaser and shall be paid by the Purchaser to the Vendors on the date of Completion using the internal resources.

### **Basis of consideration**

The Consideration was determined after arm's length negotiations between the Purchaser and the Vendor on normal commercial terms after taking into consideration (i) the latest audited financial statement as at 31 March 2018; (ii) the recent and historical performance; and (iii) the competitive strength and growth potential of Unimax.

### **Completion**

Completion shall take place on or before 31 May 2018 when the conditions to Completion have been fulfilled, or such other date as the Vendors and the Purchaser may agree in writing.

## **REASONS FOR ENTERING INTO THE PURCHASE AGREEMENT**

The Company is an investment holding company and the Group's principal activity is provision of property construction services in Hong Kong.

The Company has been actively looking for opportunities to create shareholders' value through making investments and/or acquiring business or projects that have promising outlooks and prospects, in particular, building management services business being an extension of services after property construction. The Directors consider that with the increasing number of new buildings in Hong Kong, there is a properous market in building management services. The Purchase could provide an opportunity to the Company to integrate its operations in building management services and to improve the profitability of the Group as well. Therefore it is in the interest of the Company and its shareholders as a whole.

The Board is of the view that the terms of the Agreement are fair and reasonable and are in the interests of the Company and its shareholders as a whole.

## **INFORMATION ON UNIMAX**

Unimax is a company incorporated in Hong Kong with limited liability and principally engaged in building management services in Hong Kong for 20 years. Unimax works in both private and public sectors and has good reputation in the field.

## **INFORMATION ON THE PURCHASER AND THE GROUP**

The Purchaser is an investment holding company incorporated in Hong Kong with limited liability and is a wholly owned subsidiary of the Company.

The Group is a company incorporated under the laws of the Cayman Islands and principally engaged in investment holding company.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Vendors are third parties independent of the Company and its connected persons (as defined in the GEM Listing Rules).

## **LISTING RULES APPLICATIONS**

As one or more of the applicable percentage ratios set forth under Rule 19.07 of the Listing Rules in respect of the Purchase are more than 5% but less than 25%, the Purchase constitutes a disclosable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 19 of the GEM Listing Rules.

## DEFINITIONS

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

“Agreement”	the sale and purchase agreement dated 25 May 2018 entered into between the Vendors and the Purchaser in relation to the Purchase.
“Company”	Super Strong Holdings Limited (宏強控股有限公司), a company incorporated in the Cayman Islands on 22 September 2015 with limited liability, the issued Shares of which are listed on the GEM of the Stock Exchange (stock code: 8262).
“Completion”	completion of the Sale Share in accordance with the terms and conditions of the Agreement.
“Completion Date”	on or before 31 May 2018, being the date on which completion occurs in accordance with the Agreement.
“Transaction Consideration”	the consideration payable by the Purchaser to the Vendors for the Purchase.
“connected person(s)”	has the meaning ascribed thereto under the GEM Listing Rules.
“Director(s)”	director(s) of the Company.
“Purchase”	the proposed purchase of the Sale Share by the Purchaser pursuant to the terms and conditions of the Agreement.
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the GEM of the Stock Exchange.
“Group”	the Company and its subsidiaries.
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong.
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC.
“Purchaser”	King Victory Investment Limited, a company incorporated in Hong Kong with limited liability and is a wholly-owned subsidiary of the Company.

“Sale Share”	260,000 ordinary shares of Unimax Property Consultancy Limited, representing approximately 49.06% of issued share capital of Unimax Property Consultancy Limited.
“Shareholder(s)”	holder(s) of the Share(s).
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.
“Unimax”	Unimax Property Consultancy Limited, a company incorporated in Hong Kong with limited liability.
“Vendors”	Yuen Kwok Cheung and Ng Lai Ching, each holds 265,000 shares of the issued shares of Unimax.
“%”	per cent.

By Order of the Board  
**Super Strong Holdings Limited**  
**Kwok Tung Keung**  
*Chairman and executive Director*

Hong Kong, 25 May 2018

*As at the date of this announcement, the executive Directors are Mr. Kwok Tung Keung and Mr. Ko Chun Hay Kelvin; and the non-executive Director is Mr. Woo See Shing; and the independent non-executive Directors are Mr. Donald William Sneddon, Mr. So Chi Wai and Ms. Wong Shuk Fong.*

*This announcement, for which the directors of the issuer collectively and individually accept full responsibility, includes particulars given in compliance with the 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 7 days from its date of posting and the Company’s website at [www.wmcl.com.hk](http://www.wmcl.com.hk).*