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NOBLE CENTURY INVESTMENT HOLDINGS LIMITED

仁瑞投資控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 2322)

UPDATE ANNOUNCEMENT IN RELATION TO THE FORMATION OF JOINT VENTURE

Reference is made to the announcement of Noble Century Investment Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) dated 19 December 2014 (the “Announcement”) in relation to, among others, the formation of joint venture. Unless otherwise stated, capitalized terms used herein shall have the same meaning as those defined in the Announcement.

UPDATES IN RELATION TO THE FORMATION OF JOINT VENTURE

Pursuant to the Term Sheet, Noble Century Business Group Limited (“Noble Century Business”), a wholly-owned subsidiary of the Company, and Zhong Sui Trade Limited (“Zhong Sui”) shall incorporate the JV Company which shall be a private limited company incorporated in Hong Kong, and the JV Company shall then establish and hold the entire equity interest of one or more WFOEs in the PRC and principally engaged in electronic components trading business and the total investment and the registered capital of the WFOE(s) shall be HK\$37,800,000 (equivalent to approximately RMB30,000,000). As at the date of this announcement, the JV Company was duly incorporated and that a WFOE has been duly established. However, after due consideration, the JV Partners mutually agreed to increase the registered capital of the WFOE from HK\$37,800,000 to HK\$40,000,000, which shall be contributed in cash as to 80% (i.e. HK\$32,000,000) by Noble Century Business and as to 20% (i.e. HK\$8,000,000) by Zhong Sui (the “Increased Working Capital Commitment”). In addition, the JV Company and WFOE will principally engage in the trading of electronic components and others product which the JV Partners may consider appropriate.

Save for the amendments as stated above, all other terms and conditions of the Term Sheet shall remain in full force and effect.

LISTING RULES IMPLICATIONS

As the applicable percentage ratios (as defined under the Listing Rules) in respect of the transactions in relation to the formation of the JV Company and the WFOE (comprising the Initial Capital Contribution in the sum of HK\$80,000 by Noble Century Business and the Increased Working Capital Commitment in the sum of HK\$32,000,000 by Noble Century Business) are more than 5% but less than 25%, the transactions in relation to the formation of the JV Company and the WFOE as a whole constitute a discloseable transaction for the Company under the Listing Rules and is subject to the notification and announcement requirements of Chapter 14 of the Listing Rules.

By order of the Board
Noble Century Investment Holdings Limited
Ms. Zheng Juhua
Chairman

Hong Kong, 21 September 2015

As at the date of this announcement, the executive Directors are Ms. Zheng Juhua and Mr. Chan Chi Yuen; the independent non-executive Directors are Mr. Man Kwok Leung, Mr. Yu Pak Yan, Peter and Mr. Chi Chi Hung, Kenneth.