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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)

# RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) SHARE HELD ON THE RECORD DATE WITH BONUS ISSUE ON THE BASIS OF TWO (2) BONUS SHARES FOR EVERY ONE (1) RIGHTS SHARE TAKEN UP UNDER THE RIGHTS ISSUE

The Board is pleased to announce that all of the conditions set out in the Underwriting Agreement have been fulfilled. Accordingly, the Underwriting Agreement, the Rights Issue and the Bonus Issue became unconditional at 4:00 p.m. on Wednesday, 2 April 2014.

At 4:00 p.m. on Friday, 28 March 2014, being the latest time for acceptance of, and payment for the Rights Shares, a total of 32 valid acceptances in respect of 784,672,334 Rights Shares (inclusive of 356,000,000 Rights Shares that Superb Smart has undertaken to subscribe or procure subscription for pursuant to the Superb Smart Undertaking) provisionally allotted under the Rights Issue were received, representing approximately 92.97% of the total number of the Rights Shares available for subscription under the Rights Issue.

Based on the above results, the Rights Issue was under-subscribed by 59,327,666 Rights Shares. In accordance with the terms of the Underwriting Agreement, the Underwriter has performed its underwriting obligations and has procured subscribers to subscribe for all the Untaken Shares.

It is expected that the share certificates for the Rights Shares and the Bonus Shares will be despatched to those relevant Shareholders' addresses (as shown on the register of members of the Company) by ordinary post on or before Friday, 4 April 2014 at their own risks.

Dealings in the Rights Shares and the Bonus Shares are expected to commence on the Stock Exchange at 9:00 a.m. on Monday, 7 April 2014.

Reference is made to the prospectus of Noble Century Investment Holdings Limited (the "**Company**") dated 14 March 2014 (the "**Prospectus**") in relation to the Rights Issue. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Prospectus.

### **RESULTS OF THE RIGHTS ISSUE (WITH BONUS ISSUE)**

The Board is pleased to announce that all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement, the Rights Issue and the Bonus Issue became unconditional at 4:00 p.m. on Wednesday, 2 April 2014.

At 4:00 p.m. on Friday, 28 March 2014, being the latest time for acceptance of, and payment for the Rights Shares, a total of 32 valid acceptances in respect of 784,672,334 Rights Shares (inclusive of 356,000,000 Rights Shares that Superb Smart has undertaken to subscribe or procure subscription for pursuant to the Superb Smart Undertaking) provisionally allotted under the Rights Issue were received, representing approximately 92.97% of the total number of the Rights Shares available for subscription under the Rights Issue.

Bonus Shares will be issued by the Company on the basis of two (2) Bonus Shares for every one (1) Rights Share taken up under the Rights issue.

Based on the above results, the Rights Issue was under-subscribed by 59,327,666 Rights Shares (the "**Untaken Shares**"). In accordance with the terms of the Underwriting Agreement, the Underwriter has performed its underwriting obligations and has procured subscribers to subscribe for all the Untaken Shares. To the best of the Directors' knowledge, information and belief after having made reasonable enquiries, each of the subscribers and their respective ultimate beneficial owners (if any) are Independent Third Parties. None of the subscribers has become a substantial shareholder (as defined under the Listing Rules) of the Company upon taking up the Untaken Shares. Further details are set out in the paragraph headed "Shareholding Structure of the Company" in this announcement.

## DESPATCH OF SHARE CERTIFICATES AND COMMENCEMENT OF DEALINGS IN THE RIGHTS SHARES AND THE BONUS SHARES

It is expected that the share certificates for the Rights Shares and the Bonus Shares will be despatched to those relevant Shareholders' addresses (as shown on the register of members of the Company) by ordinary post on or before Friday, 4 April 2014 at their own risks.

Dealings in the Rights Shares and the Bonus Shares are expected to commence on the Stock Exchange at 9:00 a.m. on Monday, 7 April 2014.

## SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Director's knowledge and information, the shareholding structure of the Company immediately before and after completion of the Rights Issues and the Bonus Issue is as follows:

	Immediately before completion of the Rights Issues and the Bonus Issue		Immediately after completion of the Rights Issues and the Bonus Issue	
	Approximate		Approximate	
	No. of Shares	%	No. of Shares	%
<i>Controlling Shareholder:</i> Superb Smart ( <i>Note 1</i> )	356,000,000	42.18	1,424,000,000	42.18
Other Shareholders: Subscribers procured by the				
Underwriter	—	_	177,982,998	5.27
Other public Shareholders	488,000,000	57.82	1,774,017,002	52.55
Total	844,000,000	100.00	3,376,000,000	100.00

Note:

1. Superb Smart is a company incorporated in the British Virgin Islands with limited liabilities and is wholly and beneficially owned by Ms. Zheng Juhua, the Chairman and an executive Director.

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

Hong Kong, 3 April 2014

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