

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) 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.*



**APPLIED DEVELOPMENT HOLDINGS LTD.**  
**實力建業集團有限公司 \***

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 519)**

**PLACING OF SHARES BY THE SINGLE LARGEST SHAREHOLDER**

The Board has been informed by Mr. Hung Kin Sang, Raymond (“Mr. Hung”) that, on 2 December 2014 (after trading hours), Mr. Hung entered into the Placing Agreement to appoint the Placing Agent for procuring Placee(s) for the Placing Shares on a best effort basis during the Placing Period, subject to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of Company dated 2 December 2014 in relation to, among others, the possible placement of certain shares in the Company held by Mr. Hung, the substantial shareholder of the Company.

**THE PLACING**

The Board has been informed by Mr. Hung Kin Sang, Raymond (“Mr. Hung”) that, on 2 December 2014 (after trading hours), Mr. Hung entered into the Placing Agreement, pursuant to which Get Nice Securities was appointed as the Placing Agent for procuring Placee(s) for the Placing Shares on a best effort basis during the Placing Period, subject to the terms and conditions of the Placing Agreement

**THE PLACING AGREEMENT**

**Date:** 2 December 2014 (after trading hours)

**Parties:** (1) Mr. Hung Kin Sang, Raymond; and  
(2) Get Nice Securities Limited.

To the best of the Directors’ knowledge, information and belief and having

made all reasonable enquiries, the Placing Agent and its associates are Independent Third Parties.

- The Placee(s):** any professional, institutional or other investors or any of their respective subsidiaries or associates procured by the Placing Agent to purchase the Placing Shares pursuant to the Placing Agreement, who and whose ultimate beneficial owners will be third parties independent of and not connected nor acting in concert (as defined in the Takeovers Code) with the Company or any of its connected persons.
- Placing Shares:** up to 300,000,000 Shares (representing approximately 17.24% of the Company's existing issued share capital), which is beneficially owned by Mr. Hung. Mr. Hung in turn is beneficially owned.
- Placing Period:** the Placing Agent undertakes to procure Placee(s) to purchase the Placing Shares at the Placing Price during the Placing Period on a best effort basis.
- Placing Price:** HK\$0.30 per Placing Share
- Condition of the Placing:** the Placing is unconditional.

## GENERAL

The Company will make further announcement in compliance with the requirements the Listing Rules as and when appropriate.

## DEFINITION

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings:

- “associates” has the meaning ascribed thereto in the Listing Rules
- “Board” the board of Directors
- “Business Day” any day (excluding a Saturday, Sunday or public holiday) on which commercial banks generally are open for business in Hong Kong
- “Company” Applied Development Holdings Limited, a company incorporated in Bermuda with limited liability, the issue Shares are listed on the Main Board of the Stock Exchange
- “Completion” Completion of the Placing in accordance with the terms and conditions of the Placing Agreement
- “connected person(s)” has the meaning ascribed thereto in the Listing Rules
- “Director(s)” director(s) of the Company

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	third party(ies) independent of and not connected with the Company and its connected persons
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Placee”	any individual(s), institutional or professional investor(s) procured by the Placing Agent to acquire the Placing Shares pursuant to the Placing Agreement
“Placing”	the offer by way of a private placing of the Placing Shares to the selected Placee(s) procured by the Placing Agent on the terms and subject to the conditions of the Placing Agreement
“Placing Agent” or “Get Nice Securities”	Get Nice Securities Limited, a licensed corporation to carry out business in Type 1 (dealing in securities), Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)
“Placing Agreement”	the placing agreement entered into between Mr. Hung and the Placing Agent dated 2 December 2014 (after trading hours) in relation to the Placing
“Placing Completion Date”	no later than 12 December 2014 or such other date as the parties thereto shall agree
“Placing Period”	the period commencing upon the execution of the Placing Agreement and ending at 4:00 p.m. on Placing Completion Date, unless terminated by the parties to the Placing Agreement
“Placing Price”	HK\$0.30 per Placing Share
“Placing Share(s)”	up to a maximum of 300,000,000 Shares to be placed under the Placing Agreement
“Share(s)”	ordinary shares of HK\$0.01 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Code on Takeovers and Mergers issued by the Securities and Futures Commission of Hong Kong
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent.

By Order of the Board  
**Applied Development Holdings Limited**  
**Hung Kai Mau, Marcus**  
Chairman

Hong Kong, 2 December 2014

*\*for identification purpose only*

*As at the date of this announcement, the Board comprises Mr. Hung Kin Sang, Raymond, Mr. Hung Kai Mau, Marcus and Ms. Ng Kit Ling as executive Directors; Mr. Lun Tsan Kau, Mr. Su Ru Jia, Mr. Lo Yun Tai and Mr. Chan Ming Fai, Terence as independent non-executive Directors.*