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**巨騰國際控股有限公司**

**JU TENG INTERNATIONAL HOLDINGS LIMITED**

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

**(Stock Code: 3336)**

## **DISCLOSEABLE TRANSACTIONS**

### **(1) PURCHASE OF HUALI EQUIPMENT; AND (2) PURCHASE OF WUJIANG EQUIPMENT**

#### **THE HUALI MACHINERY AGREEMENTS**

On various dates between August 2020 and July 2021, the Group entered into the Huali Machinery Agreements with Huali Machinery, pursuant to which Huali Machinery agreed to sell and the Group agreed to purchase the Huali Equipment.

#### **THE WUJIANG MACHINERY AGREEMENTS**

On various dates between July 2020 and July 2021, the Group entered into the Wujiang Machinery Agreements with Wujiang Machinery, pursuant to which Wujiang Machinery agreed to sell and the Group agreed to purchase the Wujiang Equipment.

#### **LISTING RULES IMPLICATION**

Each of the Huali Machinery Agreements, on a standalone basis, does not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules. The Huali Machinery Agreements are aggregated as a single transaction pursuant to Rules 14.22 and 14.23 of the Listing Rules as these agreements were entered into by the Group with the same party within a 12-month period. As the highest relevant percentage ratio in respect of the Huali Machinery Agreements, when aggregated, exceeds 5% but is less than 25%, the transactions contemplated under the Huali Machinery Agreements constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules and are subject to the reporting and announcement requirements under the Listing Rules.

Each of the Wujiang Machinery Agreements, on a standalone basis, does not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules. The Wujiang Machinery Agreements are aggregated as a single transaction pursuant to Rules 14.22 and 14.23 of the Listing Rules as these agreements were entered into by the Group with the same party within a 12-month period. As the highest relevant percentage ratio in respect of the Wujiang Machinery Agreements, when aggregated, exceeds 5% but is less than 25%, the transactions contemplated under the Wujiang Machinery Agreements constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules and are subject to the reporting and announcement requirements under the Listing Rules.

## THE HUALI MACHINERY AGREEMENTS

The Board announces that on various dates between August 2020 and July 2021, the Group entered into the Huali Machinery Agreements with Huali Machinery, pursuant to which Huali Machinery agreed to sell and the Group agreed to purchase the Huali Equipment at the total consideration of approximately HK\$104,001,000.

The principal terms of the Huali Machinery Agreements are set out below:

	<b>Date</b>	<b>Consideration (in RMB/US\$)</b>	<b>Consideration (approximately in HK\$)</b>	<b>Payment terms</b>
1	11 August 2020	RMB168,000	198,000	Type A Terms
2	04 September 2020	RMB200,000	235,000	Type B Terms
3	10 September 2020	RMB31,100,000	36,608,000	Type C Terms
4	14 September 2020	RMB150,000	176,000	Type D Terms
5	17 September 2020	RMB18,000	21,000	Type E Terms
6	18 September 2020	RMB170,000	200,000	Type F Terms
7	13 October 2020	RMB246,825.9	290,000	Type F Terms
8	23 October 2020	RMB165,000	194,000	Type G Terms
9	26 October 2020	RMB340,000	400,000	Type G Terms
10	17 December 2020	RMB180,000	212,000	Type H Terms
11	24 December 2020	RMB90,000	106,000	Type D Terms
12	25 January 2021	RMB280,000	330,000	Type A Terms
13	25 February 2021	RMB280,000	330,000	Type A Terms
14	09 March 2021	RMB280,000	330,000	Type I Terms
15	17 March 2021	RMB1,710,000	2,013,000	Type J Terms

	<b>Date</b>	<b>Consideration (in RMB/US\$)</b>	<b>Consideration (approximately in HK\$)</b>	<b>Payment terms</b>
16	18 March 2021	RMB280,000	330,000	Type A Terms
17	31 May 2021	RMB58,000	68,000	Type P Terms
18	03 June 2021	RMB188,000	221,000	Type A Terms
19	16 July 2021	RMB34,250,000	40,316,000	Type K Terms
20	16 July 2021	RMB18,200,000	21,423,000	Type L Terms
Total consideration (approximately in HK\$):			104,001,000	

The consideration under each of the Huali Machinery Agreements shall be settled by bank transfer. The consideration was determined on an arm's length basis between the parties based on the unit price of the Huali Equipment.

## **THE WUJIANG MACHINERY AGREEMENTS**

The Board announces that on various dates between July 2020 and July 2021, the Group entered into the Wujiang Machinery Agreements with Wujiang Machinery, pursuant to which Wujiang Machinery agreed to sell and the Group agreed to purchase the Wujiang Equipment at the total consideration of approximately HK\$127,144,000.

The principal terms of the Wujiang Machinery Agreements are set out below:

	<b>Date</b>	<b>Consideration (in RMB/US\$)</b>	<b>Consideration (approximately in HK\$)</b>	<b>Payment terms</b>
1	20 July 2020	RMB189,840	224,000	Type M Terms
2	20 July 2020	RMB2,200,000	2,595,000	Type K Terms
3	27 July 2020	RMB135,000	159,000	Type F Terms
4	04 August 2020	RMB63,000	74,000	Type F Terms
5	05 August 2020	RMB216,982.88	256,000	Type N Terms
6	10 August 2020	RMB150,000	177,000	Type M Terms
7	10 August 2020	RMB200,000	236,000	Type K Terms
8	26 August 2020	RMB33,000	39,000	Type F Terms
9	27 August 2020	RMB45,000	53,000	Type F Terms
10	24 September 2020	RMB560,000	661,000	Type F Terms

	<b>Date</b>	<b>Consideration (in RMB/US\$)</b>	<b>Consideration (approximately in HK\$)</b>	<b>Payment terms</b>
11	25 September 2020	RMB27,400,000	32,318,000	Type L Terms
12	28 September 2020	RMB456,000	538,000	Type F Terms
13	28 September 2020	RMB307,912	363,000	Type B Terms
14	12 October 2020	RMB220,000	260,000	Type F Terms
15	13 October 2020	RMB32,000	38,000	Type F Terms
16	22 October 2020	US\$538,000	4,170,000	Type F Terms
17	10 November 2020	RMB1,635,000	1,929,000	Type F Terms
18	20 November 2020	RMB80,000	94,000	Type F Terms
19	02 December 2020	RMB340,000	401,000	Type F Terms
20	03 December 2020	RMB628,000	741,000	Type M Terms
21	07 December 2020	RMB118,000	139,000	Type F Terms
22	25 December 2020	RMB640,000	755,000	Type F Terms
23	29 December 2020	RMB2,800,000	3,303,000	Type K Terms
24	06 January 2021	RMB20,000	24,000	Type F Terms
25	11 January 2021	RMB275,000	324,000	Type F Terms
26	12 January 2021	RMB245,000	289,000	Type F Terms
27	15 January 2021	RMB2,000,000	2,359,000	Type B Terms
28	25 January 2021	RMB18,000	21,000	Type F Terms
29	25 January 2021	RMB260,000	307,000	Type F Terms
30	18 February 2021	RMB187,000	221,000	Type F Terms
31	19 February 2021	RMB153,000	181,000	Type F Terms
32	02 March 2021	RMB32,000	38,000	Type F Terms
33	15 March 2021	RMB1,500,000	1,769,000	Type F Terms
34	25 March 2021	RMB17,000	20,000	Type N Terms
35	06 April 2021	RMB330,000	389,000	Type F Terms
36	05 May 2021	RMB530,000	625,000	Type K Terms
37	06 May 2021	RMB250,000	295,000	Type F Terms
38	17 May 2021	RMB190,000	224,000	Type F Terms
39	21 May 2021	RMB370,000	437,000	Type F Terms

	<b>Date</b>	<b>Consideration (in RMB/US\$)</b>	<b>Consideration (approximately in HK\$)</b>	<b>Payment terms</b>
40	08 June 2021	RMB220,000	260,000	Type E Terms
41	16 June 2021	RMB850,000	1,003,000	Type K Terms
42	29 June 2021	RMB460,000	543,000	Type F Terms
43	15 July 2021	RMB470,000	554,000	Type F Terms
44	15 July 2021	RMB2,400,000	2,831,000	Type C Terms
45	16 July 2021	RMB33,803,000	39,902,000	Type O Terms
46	16 July 2021	RMB21,200,000	25,005,000	Type L Terms
Total consideration (approximately in HK\$):			127,144,000	

The consideration under each of the Wujiang Machinery Agreements shall be settled by bank transfer. The consideration was determined on an arm's length basis between the parties based on the unit price of the Wujiang Equipment.

## **REASONS FOR AND BENEFITS OF ENTERING INTO THE HUALI MACHINERY AGREEMENTS AND THE WUJIANG MACHINERY AGREEMENTS**

As disclosed in the Company's announcements dated 9 June 2017 and 30 June 2020, the Group's manufacturing facility in Wujiang Economic and Technological Development Zone\* (吳江經濟技術開發區) at Jiangsu Province, the PRC is in the course of being relocated to co-operate with the local authority for urban planning and environmental protection. Part of the Equipment has been purchased by the Group for installation in the new manufacturing facility. Further, it is the Group's strategy to regularly replace and upgrade certain old Equipment with new production machinery in order to strengthen the environmental protection measures as well as to improve production efficiency. As such, the Board considers that the entering into of the Huali Machinery Agreements with Huali Machinery and Wujiang Machinery Agreements with Wujiang Machinery are beneficial to the Group.

The Directors (including the independent non-executive Directors) believe that the terms of each of the Huali Machinery Agreements and Wujiang Machinery Agreements are fair and reasonable and are in the interests of the Group and Shareholders as a whole.

## **INFORMATION ON THE GROUP, HUALI MACHINERY AND WUJIANG MACHINERY**

The Group is principally engaged in the manufacture and sale of casings for notebook computer and handheld devices.

Huali Machinery is principally engaged in, among others, the sale of production machinery and environmental protection equipment. To the best knowledge, information and belief of the Directors based on the publicly available information and a confirmation obtained from Huali Machinery, Huali Machinery is a limited company incorporated in the PRC and is wholly-owned by Hua Li Enterprise Co., Ltd. (華儷企業有限公司), which is a company incorporated in Samoa and wholly-owned by Chen Li-He\* (陳立禾).

Wujiang Machinery is principally engaged in, among others, the sale of production machinery and environmental protection equipment. To the best knowledge, information and belief of the Directors based on the publicly available information and a confirmation obtained from Wujiang Machinery, Wujiang Machinery is a limited company incorporated in the PRC and is owned as to 60% and 15% by Xiong Xiujuan\* (熊秀娟) and Tang Huanfeng\* (唐煥風) respectively and owned as to 25% by Kunshan Fulishun Environmental Technology Co., Ltd.\* (崑山富立順環保科技有限公司), which is a limited company incorporated in the PRC and wholly-owned by Able Champion Holdings Limited (勝得集團有限公司), which is a company incorporated in Hong Kong and wholly-owned by Tsai Tsung-Lin (蔡宗霖).

The Directors confirmed that, to the best of their knowledge, information and belief having made all reasonable enquiries, Huali Machinery and Wujiang Machinery and their respective ultimate beneficial owners are third parties independent of the Group and its connected persons.

## **LISTING RULES IMPLICATION**

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Each of the Wujiang Machinery Agreements, on a standalone basis, does not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules. The Wujiang Machinery Agreements are aggregated as a single transaction pursuant to Rules 14.22 and 14.23 of the Listing Rules as these agreements were entered into by the Group with the same party within a 12-month period. As the highest relevant percentage ratio in respect of the Wujiang Machinery Agreements, when aggregated, exceeds 5% but is less than 25%, the transactions contemplated under the Wujiang Machinery Agreements constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules and are subject to the reporting and announcement requirements under the Listing Rules.

## DEFINITIONS

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

“Board”	the board of Directors
“Company”	Ju Teng International Holdings Limited, a company incorporated under the law of the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange
“Directors”	the directors of the Company
“Equipment”	equipment and facilities used for the production of plastic and metal casings and moulds
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Huali Equipment”	Equipment sold by Huali Machinery under the Huali Machinery Agreements
“Huali Machinery”	Huali Precision Machinery (Kunshan) Co., Ltd.* (華儷精密機械(昆山)有限公司)
“Huali Machinery Agreements”	agreements entered into between various subsidiaries of the Group and Huali Machinery between August 2020 and July 2021 in relation to the sale and purchase of the Huali Equipment
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Taiwan”	the Republic of China

“Type A Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment, 60% of the consideration after installation of Equipment and 10% of the consideration after passing of the inspection of Equipment
“Type B Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 30% of the consideration after installation of Equipment and 10% of the consideration after passing of the inspection of Equipment
“Type C Terms”	payment terms that require the Group to settle 50% of the consideration as advance payment, 35% of the consideration after receipt of Equipment, 10% of the consideration after passing of the inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)
“Type D Terms”	payment terms that require the Group to settle 50% of the consideration as advance payment, 40% of the consideration after installation of Equipment and 10% of the consideration after passing of the inspection of Equipment
“Type E Terms”	payment terms that require the Group to settle full consideration after installation
“Type F Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 20% of the consideration after installation of Equipment, 15% of the consideration after inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)
“Type G Terms”	payment terms that require the Group to settle 50% of the consideration as advance payment, 35% of the consideration after installation of Equipment and 10% of the consideration after passing of the inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)
“Type H Terms”	payment terms that require the Group to settle 40% of the consideration as advance payment, 30% of the consideration after installation of Equipment, 25% of the consideration after passing of the inspection of Equipment and 5% of the consideration as warranty after warranty period (i.e. one year after passing of the inspection of Equipment)

“Type I Terms”	payment terms that require the Group to settle 40% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 20% of the consideration after installation of Equipment and 10% of the consideration after passing of the inspection of Equipment
“Type J Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration before shipping of the Equipment, 20% of the consideration after installation of Equipment, 15% of the consideration after passing of the inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)
“Type K Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 25% of the consideration after installation of Equipment, 10% of the consideration after passing of the inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)
“Type L Terms”	payment terms that require the Group to settle 50% of the consideration as advance payment, 35% of the consideration after receipt of Equipment, 10% of the consideration after passing of the inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)
“Type M Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment, 40% of the consideration after receipt of Equipment and 25% of the consideration after passing of the inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)
“Type N Terms”	payment terms that require the Group to settle 100% of the consideration within 30 days after passing of the inspection of Equipment
“Type O Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment, 30% of the consideration after receipt of Equipment, 30% of the consideration after installation of Equipment, 5% of the consideration after passing of the inspection of Equipment and 5% of the consideration after warranty period (i.e. one year after passing of the inspection of Equipment)

“Type P Terms”	payment terms that require the Group to settle 30% of the consideration as advance payment and 70% of the consideration after installation of Equipment
“US\$”	Unites States dollars, the lawful currency of the United States of America
“Wujiang Equipment”	Equipment sold by Wujiang Machinery under the Wujiang Machinery Agreements
“Wujiang Machinery”	Wujiang Zhengfu Machinery Co., Ltd.* (吳江正富機械有限公司)
“Wujiang Machinery Agreements”	agreements entered into between various subsidiaries of the Group and Wujiang Machinery between July 2020 and July 2021 in relation to the sale and purchase of the Wujiang Equipment
“%”	per cent

*In this announcement, in relation to the Huali Machinery Agreements, amounts quoted in RMB have been converted into HK\$ at the rate of HK\$1.1771 to RMB1 and in relation to the Wujiang Machinery Agreements, amounts quoted in RMB have been converted into HK\$ at the rate of HK\$1.1795 to RMB1 and amounts quoted in US\$ have been converted into HK\$ at the rate of HK\$7.7503 to US\$1. Such exchange rates have been used, where applicable, for purpose of illustration only and do not constitute representation that any amounts were or may have been exchanged at such rate or any other rates.*

\* *The English translation of the Chinese name is for information only, and should not be regarded as the official English translation of such name.*

By order of the Board  
**Ju Teng International Holdings Limited**  
**Cheng Li-Yu**  
*Chairman*

Hong Kong, 16 July 2021

*As at the date of this announcement, the executive Directors are Mr. Cheng Li-Yu, Mr. Chiu Hui-chin, Mr. Huang Kuo-Kuang, Mr. Lin Feng-Chieh and Mr. Tsui Yung Kwok, and the independent non-executive Directors are Mr. Cherng Chia-Jiun, Mr. Tsai Wen-Yu and Mr. Yip Wai Ming.*