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Deson Development International Holdings Limited

迪臣發展國際集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 262)

**COMPLETION OF THE SPIN-OFF AND SEPARATE LISTING OF
THE CONSTRUCTION AND ENGINEERING CONTRACTING BUSINESS OF
THE GROUP ON THE GROWTH ENTERPRISE MARKET OF
THE STOCK EXCHANGE OF HONG KONG LIMITED**

Reference is made to the announcements of the Company dated 1 August 2014, 10 September 2014, 16 September 2014, 3 November 2014, 9 December 2014, 19 December 2014, 24 December 2014 and 7 January 2015 regarding the proposed spin-off and separate listing of DCIHL Shares on GEM of the Stock Exchange (the “**Spin-off Announcements**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Spin-off Announcements unless the context requires otherwise.

The Board is pleased to announce that on 7 January 2015, the Stock Exchange granted the listing of, and permission to deal in, DCIHL Shares in issue and to be issued on GEM. The Spin-off and the Placing have become unconditional at 8:00 a.m. on 8 January 2015 and dealings of DCIHL Shares on GEM of the Stock Exchange commenced at 9:00 a.m. on 8 January 2015. Accordingly, the Spin-off of DCIHL shares is completed on 8 January 2015.

Following completion of the Spin-off, DCIHL Group became indirect non-wholly-owned subsidiary of the Company. As at the date of this announcement, our executive Director and controlling Shareholder, Mr. Tjia Boen Sien, directly and indirectly through a company wholly-owned by him, Sparta Assets Limited, is interested in approximately 13.95% of the issued share capital of DCIHL. DCIHL is therefore deemed to be a connected person of the Company under the Listing Rules. Accordingly, certain continuing connected transactions between the Remaining Group and the DCIHL Group as disclosed in the Prospectus of DCIHL, being (i) the administrative services agreement regarding the provision of administrative services by the DCIHL Group to the Remaining Group (“**Administrative Service Agreement**”); (ii) the lease of office in Hong Kong by the DCIHL Group from the Remaining

* for identification purpose only

Group; and (iii) the lease of office in Shanghai by the DCIHL Group from the Remaining Group (the two leases collectively referred to as the “**Lease Agreements**”), would constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules upon the separate listing of DCIHL Shares on GEM. As the applicable percentage ratios (as defined in the Listing Rules) for each of the Administrative Service Agreement and the Lease Agreements (on an aggregated basis) is less than 5% and HK\$3 million, these continuing connected transactions are exempt from reporting, annual review, announcement and independent shareholders’ approval requirement.

By Order of the Board
Deson Development International Holdings Limited
Tjia Boen Sien
Managing Director and Deputy Chairman

Hong Kong, 8 January 2015

As at the date of this announcement, the executive directors of the Company are Mr. Lu Quanzhang, Mr. Tjia Boen Sien, Mr. Wang Jing Ning and Mr. Tjia Wai Yip, William, the non-executive director of the Company is Mr. Wong Shing Kay, Oliver, and the independent non-executive directors of the Company are Dr. Ho Chung Tai, Raymond, Mr. Siu Man Po and Mr. Siu Kam Chau.