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## **EAGLE NICE (INTERNATIONAL) HOLDINGS LIMITED**

**鷹美（國際）控股有限公司\***

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

**(Stock Code: 02368)**

### **DISCLOSEABLE TRANSACTION SUBSCRIPTION OF WEALTH MANAGEMENT PRODUCT**

The Board is pleased to announce on 2 February 2015, YM (Shantou), a wholly-owned subsidiary of the Company, used internal resources to subscribe for a wealth management product, namely the Sixth Subscription of RMB10 million (HK\$12.5 million) with Fubon.

According to the Listing Rules, the Sixth Subscription by itself does not constitute a notifiable transaction of the Company. However, pursuant to Rule 14.22 under the Listing Rules, given that the Third Subscription and the Sixth Subscription were made within a 12-month period with the same counterparty, Fubon and all such subscriptions were still outstanding as at the date of this announcement, each of the outstanding subscription with Fubon will be calculated in aggregate and the relevant applicable percentage ratios (defined under the Listing Rules) exceed 5% but are less than 25%. Therefore, all the outstanding subscriptions with Fubon constitute a discloseable transaction of the Company for the purposes of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

\* *For identification purposes only*

Reference is made to the First Announcement. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as they are used in the First Announcement.

## **THE SUBSCRIPTION**

On 2 February 2015, YM (Shantou), a wholly-owned subsidiary of the Company, used internal resources to subscribe for a wealth management product, namely the Sixth Subscription of RMB10 million (HK\$12.5 million) with Fubon. The aggregate subscription amount outstanding as at the date of this announcement with Fubon was RMB40 million (HK\$50.0 million). Principal terms of the Sixth Subscription are set out below:

### **Sixth Subscription**

Subscription date:	2 February 2015
Term of investment:	From 2 February 2015 to 7 April 2015
Investment portfolio:	Not applicable
Parties:	(i) YM (Shantou), a wholly-owned subsidiary of the Company, as the subscriber  (ii) Fubon as the issuer
	Fubon is a licensed bank incorporated under the laws of the PRC. To the best knowledge, information and belief of the Directors, Fubon and its ultimate beneficial owners are Independent Third Parties. According to the public information, the principal businesses of Fubon include the provision of corporate banking services to its customers.
Type of product:	Principal-preserved investment product
Type of return:	Principal-preserved with floating return
Principal amount:	RMB10,000,000
Potential annual investment return rate :	4.7%

Return calculation:

The 6-month Shanghai Interbank Offered Rate (the "SHIBOR") on the 2 February 2015 is used as a reference for determination of return (the "Reference Interest Rate"). The range between Reference Interest Rate plus 3.95% and Reference Interest Rate minus 3.95% is known as the "Return Range".

If the SHIBOR on any date during the term of investment falls within the Return Range, interest will be accrued on the principal amount on that particular date.

If the SHIBOR on any date during the term of investment falls outside of the Return Range, no interest will be accrued on the principal amount on that particular date.

The return on principal = principal amount x potential annual investment return rate x the total number of dates where the SHIBOR falls within the Return Range during the entire term of investment / 365

## **INFORMATION ABOUT THE GROUP**

The principal activities of the Group are the manufacturing and trading of sportswear and garments.

## **REASONS AND BENEFITS FOR THE SUBSCRIPTION**

As the issuer of the Sixth Subscription guarantees the full repayment of the principal and such subscription offers better returns when compared to the fixed-term deposit interest rates offered by commercial banks in the PRC, the Directors consider that the Sixth Subscription is on normal commercial terms and is fair and reasonable and is in the interest of the Group and the Shareholders as a whole.

## **IMPLICATIONS UNDER THE LISTING RULES**

According to the Listing Rules, the Sixth Subscription by itself does not constitute a notifiable transaction of the Company. However, pursuant to Rule 14.22 under the Listing Rules, given that the Third Subscription and the Sixth Subscription were made within a 12-month period with the same counterparty, Fubon and all such subscriptions were still outstanding as at the date of this announcement, each of the outstanding subscription with Fubon will be calculated in aggregate and the relevant applicable percentage ratios (defined under the Listing Rules) exceed 5% but are less than 25%. Therefore, all the outstanding subscriptions with Fubon constitute a discloseable transaction of the Company for the purposes of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

## **MEASURES OF RISK CONTROL**

Giving top priority to risk prevention, the Group implemented stringent control and made prudent decision in respect of the purchase of bank wealth management products on the principle of protecting the interests of all Shareholders and the Group.

## DEFINITIONS

Unless the context otherwise requires, the following terms have the following meanings in this announcement:

"First Announcement"	the announcement of the Company dated 21 January 2015 in respect of the subscriptions of the BOC Wealth Management Products and the Fubon Wealth Management Products
"Sixth Subscription"	the subscription by YM (Shantou) at RMB10 million for a wealth management product in accordance with the Sixth Wealth Management Agreement
"Sixth Wealth Management Agreement"	the wealth management agreement dated 2 February 2015 entered into between YM (Shantou) and Fubon in relation to the Sixth Subscription , major terms of which are summarised herein

*In this announcement, for illustration purpose only, amounts quoted in RMB have been converted into HK\$ at the rate of RMB1.00 to HK\$1.25. Such exchange rate has been used, where applicable, for illustration purpose only and does not constitute a representation that any amounts were or may have been exchanged at this or any other rates at all..*

On Behalf of the Board  
**Chung Yuk Sing**  
*Executive Director*

Hong Kong, 2 February 2015

*As at the date of this announcement, the Board comprised four executive Directors, namely, Mr. Chung Yuk Sing, Mr. Chen Hsiao Ying, Mr. Kuo Tai Yu and Ms. Chen Fang Mei, Christina and three independent non-executive Directors, namely, Mr. Chan Cheuk Ho, Mr. Lu Chi Chant and Mr. Cheng Yung Hui, Tony.*