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NOBLE CENTURY INVESTMENT HOLDINGS LIMITED

仁瑞投資控股有限公司

(formerly known as Sam Woo Holdings Limited 三和集團有限公司*)

(Incorporated in Bermuda with limited liability)

(Stock Code: 2322)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all conditions of the Placing have been fulfilled and the completion of the Placing took place on 16 November 2012, after the Share Consolidation became effective on 17 September 2012. 120,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement issued by Noble Century Investment Holdings Limited (formerly known as Sam Woo Holdings Limited) (the “**Company**”) dated 14 August 2012 in respect of, inter alia, the Placing of new Shares (the “**Announcement**”). Unless defined otherwise, terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that all conditions of the Placing have been fulfilled and the completion of the Placing took place on 16 November 2012, after the Share Consolidation became effective on 17 September 2012. 120,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.25 per Placing Share. The net proceeds from the Placing amount to approximately HK\$29 million.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the Placees and their ultimate beneficial owners are not connected persons (as defined in the Listing Rules) of the Company. None of the Placees will become a substantial Shareholder (as defined under the Listing Rules) immediately after completion of the Placing.

* *For identification purposes only*

SHAREHOLDING STRUCTURE OF THE COMPANY

The 120,000,000 Placing Shares represent approximately (i) 19.87% of the issued share capital of the Company immediately before the completion of the Placing; and (ii) 16.57% of the issued share capital of the Company as enlarged by the issue of the 120,000,000 Placing Shares.

Set out below is the shareholding structure of the Company (i) immediately before completion of the Placing ; and (ii) immediately upon completion of the Placing:

	Immediately before completion of the Placing		Immediately upon completion of the Placing	
	<i>No. of Shares</i>	<i>Approx. %</i>	<i>No. of Shares</i>	<i>Approx. %</i>
Superb Smart Limited (<i>Note</i>)	340,000,000	56.29	340,000,000	46.96
Public:				
Places	—	—	120,000,000	16.57
Other public shareholders	<u>264,000,000</u>	<u>43.71</u>	<u>264,000,000</u>	<u>36.47</u>
	<u><u>604,000,000</u></u>	<u><u>100.00</u></u>	<u><u>724,000,000</u></u>	<u><u>100.00</u></u>

Note: Superb Smart Limited, a company incorporated in the British Virgin Islands with limited liability which is wholly and beneficially owned by Ms. Zheng Juhua, the Chairman and an executive Director of the Company.

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

Hong Kong, 16 November 2012

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.