

**SAM WOO CONSTRUCTION GROUP LTD:
AFTER A FOUR-YEAR SABBATICAL,
BACK IT COMES TO TAP THE MARKET**

With regard to the Placing and Public Offer Prospectus of Sam Woo Construction Group Ltd () (Code: 3822, Main Board, The Stock Exchange of Hongkong Ltd), one cannot help but recall those plaintive sounds of the tolling of the bell that rang out, menacingly, in October of 2010.

That was the time that Sam Woo Holdings Ltd () (Code: 2322, Main Board, The Stock Exchange of Hongkong Ltd) called it a day as a publicly listed company and disposed of its business in the segment of Sam Woo Foundation Ltd ().

(Sam Woo Foundation Ltd, today, is an indirect, wholly owned subsidiary of Sam Woo Construction Group Ltd.)

The entire situation in respect of the corporate history of Sam Woo companies is, et alia, reminiscent to William Shakespeare's immortal words in his play, '*Pericles, Prince of Tyre*', Act V, Scene III:

*'This, this: No more you gods! Your present kindness
Makes my past miseries sport:
You shall do well,
That on the touching of her lips I may
Melt, and no more be seen. O come, be buried
A second time within these arms!'*

The Initial Public Offering (IPO)

Sam Woo Construction Group Ltd is Placing 90 million, one-cent Shares and is making a Public Offer of 10 million Shares at the Indicative Offer Price Per Share, ranging from a minimum of \$HK1.00 to a maximum of \$HK1.50.

According to the Company's Prospectus, assuming that the Share Price is struck at the midpoint of the Indicative Offer Price, being \$HK1.25, the net proceeds are estimated to be about \$HK97 million.

That amount of money shall be utilised as to:

- About \$HK87.30 million – that is approximately 90 percent of the net proceeds – '*to acquire and/or partly finance the expansion of our fleet of machinery and equipment of which approximately HK\$43.7 million and HK\$43.6 million or approximately 45.1% and 44.9% of the net proceeds is intended for the acquisition and/or part finance of machinery and equipment with respect to ongoing project(s), including the Composite Development Project¹, and future projects respectively, including four crawler cranes, four oscillators and four reverse circulation drills, on or before 31 March 2016 from Asian and/or European machinery suppliers*'; and
- About \$HK9.70 million – that is about 10 percent of the net proceeds – to be tipped in the General Working Capital Account.

¹ The ‘*Composite Development Project*’ is a hotel casino project and hotel tower project in the Macau Special Administrative Region (MSAR) of the People’s Republic of China (PRC).

Sam Woo Construction is off-loading 25 percent of the Issued and Fully Paid-Up Share Capital of the Company to the Investing Public, with the remaining 75 percent of the Share Capital, being kept by Silver Bright Holdings Ltd, a company, domiciled in the **British Virgin Islands (BVI)** that is controlled by a Family Trust, established by Mr Lau Chun Ming (), the Executive Chairman of the Company. Silver Bright Holdings Ltd owns all of the Issued Share Capital of Actease Assets Ltd, also a BVI-domiciled company.

The Business

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