*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated Tuesday, 31 March 2015 (the "**Prospectus**") issued by In Construction Holdings Limited (the "**Company**").*

This announcement is for information purposes only and does not constitute an offer or an invitation by any person to acquire, purchase or subscribe for securities of the Company.

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**") and Hong Kong Securities Clearing Company Limited ("**HKSCC**") take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement is not for distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the "**U.S. Securities Act**") or any state securities laws of the United States. The securities may not be offered or sold in the United States except pursuant to an effective registration statement or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. The Company has not intended and does not intend to make any public offer of securities in the United States.*

InCon

IN CONSTRUCTION HOLDINGS LIMITED
現恆建築控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1500)

FULL EXERCISE OF OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option has been fully exercised by the Sole Bookrunner on behalf of the Placing Underwriters on 30 April 2015 in respect of 30,000,000 Shares, representing 15% of the Offer Shares initially available under the Share Offer. The Over-allotment Shares will be allotted and issued by the Company at HK$0.66 per Share (exclusive of brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee, if any), being the Offer Price under the Share Offer.

Further announcement will be made by the Company at the end of the stabilisation period in connection with the Share Offer.

The Company announces that the Over-allotment Option has been fully exercised by the Sole Bookrunner on behalf of the Placing Underwriters on 30 April 2015 in respect of 30,000,000 Shares (the "**Over-allotment Shares**"), representing 15% of the Offer Shares initially available under the Share Offer.

The Over-allotment Shares will be allotted and issued by the Company at HK$0.66 per Share (exclusive of brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee, if any), being the Offer Price under the Share Offer. Pursuant to the Stock Borrowing Agreement, the Sole Bookrunner has borrowed 30,000,000 Shares from Kinetic Kingdom to cover over-allocations in the Placing. The Over-allotment Shares will be used to facilitate the return in full to Kinetic Kingdom of the 30,000,000 borrowed Shares, which were used solely to cover over-allocations in the Placing. The additional net proceeds of approximately HK$18.8 million from the issue of the Over-allotment Shares after deducting the underwriting commissions, brokerage, SFC transaction levy and trading fee relating to the exercise of the Over-allotment Option will be used by the Company for the same purposes in the same proportions as set out in the section headed "Future Plans and Use of Proceeds" in the Prospectus.

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee.

The shareholding structure of the Company immediately before and immediately after the issue and allotment of the Over-allotment Shares by the Company is as follows:

	Immediately before the issue of the Over-allotment Shares		**Immediately after the issue of the Over-allotment Shares**	
Shareholders	**Number of Shares**	**Approximate percentage of the Company's issued share capital** *(%)*	**Number of Shares**	**Approximate percentage of the Company's issued share capital** *(%)*
In Play	270,000,000	33.75	270,000,000	32.53
Wealth Celebration	270,000,000	33.75	270,000,000	32.53
Kinetic Kingdom	60,000,000	7.50	60,000,000	7.23
Public Shareholders	200,000,000	25.00	230,000,000	27.71
Total	800,000,000	100.00	830,000,000	100.00

The Company continues to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules. The Company will make a further announcement after the end of the stabilisation period in connection with the Share Offer pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

By order of the Board
In Construction Holdings Limited
Lau Pak Man
Chairman

Hong Kong, 30 April 2015

As at the date of this announcement, the Board comprises Mr. Lau Pak Man, Mr. Cheng Wing Cheong and Ms. Kwan Kit Sum Kit as executive Directors; Mr. Leung Chi Kin, Mr. Lam Chi Hung Louis and Mr. Yau Chi Man Norman (also known as Iao Chi Meng) as independent non-executive Directors.