

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.



WAH HA REALTY COMPANY LIMITED
(Incorporated in Hong Kong with limited liability)
(Stock Code: 278)

DISCLOSEABLE TRANSACTION
ACQUISITION OF A PROPERTY IN HONG KONG

The board of directors of Wah Ha Realty Company Limited announces that on 13 April 2015, Khanman Property Limited, a wholly-owned subsidiary of the Company, entered into a Preliminary Agreement for Sale and Purchase with the Vendor, an Independent Third Party, in relation to the Acquisition of a residential property located at House 11, 50 Stanley Village Road, Hong Kong for an aggregate consideration of HK\$126,148,000. The Consideration was determined after arm's length negotiations and was based on normal commercial terms.

The Acquisition constitutes a Discloseable Transaction of the Company under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board of the Company announces that on 13 April 2015, Khanman Property Limited, a wholly-owned subsidiary of the Company, entered into the Preliminary Agreement with the Vendor, an Independent Third Party, in relation to the Acquisition of the Property for an aggregate consideration of HK\$126,148,000. The Consideration was determined after arm's length negotiation and was based on normal commercial terms.

THE PRELIMINARY AGREEMENT

- Date: 13 April 2015
- Purchaser: Khanman Property Limited, a wholly-owned subsidiary of the Company
- Vendor: Ever Crystal Limited. To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Vendor and its ultimate beneficial owner are third parties independent of and are not connected with the Company and its connected persons (as defined in the Listing Rules).
- Property: House 11, 50 Stanley Village Road, Hong Kong
- Consideration: The aggregate consideration of HK\$126,148,000.00 was determined based on the prevailing market value of comparable properties in the same area after arm's length negotiations between the Purchaser and the Vendor, an Independent Third Party. The Acquisition will be funded by the internal resources of the Group.
- Terms of Payment: The Consideration is to be paid by the Purchaser to the Vendor in the following manner:
- (a) a preliminary deposit of HK\$6,307,400 was paid upon signing of the Preliminary Agreement;
 - (b) a part payment in the sum of HK\$6,307,400 shall be paid on or before 13 May 2015;
 - (c) a further part payment in the sum of HK\$6,307,400 shall be paid on or before 12 June 2015; and
 - (d) HK\$107,225,800 being the balance of the Consideration shall be paid on the Completion Date.
- Formal Agreement: Completion is subject to the execution of the Formal Agreement within 5 working days after the date of the Preliminary Agreement, failing which the Preliminary Agreement will be terminated and the preliminary deposit paid by the Purchaser will be forfeited to the Vendor and the Vendor will not have any further claim against the Purchaser for the failure.
- Completion Date: On or before 12 October 2015

REASONS AND BENEFITS FOR THE ACQUISITION

The Group is principally engaged in investment holding and property development, investment and management in Hong Kong.

Given that the Acquisition was made under normal commercial terms and in the ordinary course of business of the Group, and that the Consideration was reached after arm's length negotiations with reference to the prevailing market prices of similar properties, the Directors are of the view that the terms of the Acquisition are fair and reasonable and in the interests of the Company and its shareholders as a whole.

GENERAL

The Acquisition constitutes a Discloseable Transaction of the Company under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following expressions have the following meanings, unless the context otherwise requires:

“Acquisition”	the acquisition of the Property by the Purchaser from the Vendor pursuant to the terms and conditions of the Preliminary Agreement
“Board”	the board of Directors
“Company”	Wah Ha Realty Company Limited, a company incorporated in Hong Kong with limited liability whose shares are listed on the main board of the Stock Exchange
“Completion”	completion of the Acquisition in accordance with the terms and conditions of the Preliminary Agreement
“Completion Date”	date of Completion
“Connected Persons”	has the meaning ascribed to it under the Listing Rules
“Consideration”	the purchase price of HK\$126,148,000 for the acquisition of the Property
“Director(s)”	the director(s) of the Company

“Formal Agreement”	the formal agreement for the sale and purchase of the Property to be entered into between the Vendor and the Purchaser on or before 20 April 2015
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	who are not connected persons (as defined in the Listing Rules) of the Company and are independent of and not connected with the Company and its connected persons (as defined in the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Property”	House 11, 50 Stanley Village Road, Hong Kong. It is a residential property with a saleable area of approximately 2,725 square feet.
“Preliminary Agreement”	the Preliminary Agreement for Sale and Purchase dated 13 April 2015 entered into between the Vendor and the Purchaser in relation to the sale and purchase of the Property
“Purchaser”	Khanman Property Limited, a wholly-owned subsidiary of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Vendor”	Ever Crystal Limited, an Independent Third Party not connected with the Company and its connected persons

By Order of the Board
Wah Ha Realty Company Limited
Cheung Kee Wee
Chairman

Hong Kong, 14 April 2015

As at the date of this announcement, the Board of the Company comprises Messrs Cheung Kee Wee, Cheung Lin Wee and Cheung Ying Wai, Eric as Executive Directors, Messrs John Ho and Ng Kwok Tung as Non-executive Directors and Messrs Lam Hon Keung, Keith, Chan Woon Kong and Au-Yang Cheong Yan, Peter as Independent Non-executive Directors.