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(於百慕達註冊成立之有限公司)  
(Incorporated in Bermuda with Limited Liability)  
Stock Code 股份代號 : 0590

## **DISCLOSEABLE TRANSACTION IN RELATION TO THE ACQUISITION OF PROPERTIES**

### **THE ACQUISITION**

The Board is pleased to announce that the Purchasers (being indirect wholly-owned subsidiaries of the Company) and the Vendor entered into the Provisional Agreements, pursuant to which the Purchasers have agreed to purchase, and the Vendor has agreed to sell, the Properties at an aggregate consideration of HK\$560,710,000 in cash.

The Properties are situated at Metropole Square, 2 On Yiu Street, Shatin, New Territories, Hong Kong with aggregate gross area of approximately 81,840 square feet.

### **LISTING RULES IMPLICATIONS**

The Acquisition constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

The Board is pleased to announce that the Purchasers (being indirect wholly-owned subsidiaries of the Company) and the Vendor entered into the Provisional Agreements, pursuant to which the Purchasers have agreed to purchase, and the Vendor has agreed to sell, the Properties at an aggregate consideration of HK\$560,710,000 in cash.

## **THE PROVISIONAL AGREEMENTS**

The Purchasers entered into eight provisional agreements with Jaco Limited (being the Vendor) in relation to the sale and purchase of the Properties. The Vendor is principally engaged in property investment. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Vendor is an Independent Third Party. Details of the Provisional Agreements are set out below.

### ***1st provisional agreement***

Date: 14 December 2017

Purchaser: Ultra Power Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18 & 19 on 15/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$109,750,000. An initial deposit of HK\$5,487,500 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$10,975,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 5 January 2018. The balance of the consideration, being HK\$93,287,500, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

### ***2nd provisional agreement***

Date: 14 December 2017

Purchaser: Talent Up Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 20/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$124,810,000. An initial deposit of HK\$6,240,500 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$12,481,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 5 January 2018. The balance of the consideration, being HK\$106,088,500, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

***3rd provisional agreement***

Date: 14 December 2017

Purchaser: Bright Billion Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 25/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$144,840,000. An initial deposit of HK\$7,242,000 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$14,484,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 5 January 2018. The balance of the consideration, being HK\$123,114,000, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

***4th provisional agreement***

Date: 14 December 2017

Purchaser: Green Rich Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 27/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$146,960,000. An initial deposit of HK\$7,348,000 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$14,696,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 5 January 2018. The balance of the consideration, being HK\$124,916,000, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

***5th provisional agreement***

Date: 21 December 2017

Purchaser: Ultra Power Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Lorry Parking Space No. L14 on G/F and Private Car Parking Space Nos. P1 on G/F, P103 on 1/F, P202 on 2/F, P309, P310, P311 and P312 on 3/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$8,980,000. An initial deposit of HK\$449,000 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$898,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 12 January 2018. The balance of the consideration, being HK\$7,633,000, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

***6th provisional agreement***

Date: 21 December 2017

Purchaser: Talent Up Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Private Car Parking Space Nos. P203, P204, P205 and P206 on 2/F, P313, P314, P315 and P316 on 3/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$8,440,000. An initial deposit of HK\$422,000 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$844,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 12 January 2018. The balance of the consideration, being HK\$7,174,000, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

***7th provisional agreement***

Date: 21 December 2017

Purchaser: Bright Billion Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Private Car Parking Space Nos. P207, P208, P211 and P229 on 2/F, P317, P318, P319 and P320 on 3/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$8,490,000. An initial deposit of HK\$424,500 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$849,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 12 January 2018. The balance of the consideration, being HK\$7,216,500, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

***8th provisional agreement***

Date: 21 December 2017

Purchaser: Green Rich Corporation Limited, an indirect wholly-owned subsidiary of the Company

Properties: Private Car Parking Space Nos. P231, P232, P236 and P237 on 2/F, P321, P322, P323 and P324 on 3/F of Metropole Square

The Purchaser will acquire the properties from the Vendor at a consideration of HK\$8,440,000. An initial deposit of HK\$422,000 in cash was paid by the Purchaser upon signing of the provisional agreement and a further deposit and part payment of the consideration in the aggregated amount of HK\$844,000 in cash will be payable by the Purchaser upon signing of the formal sale and purchase agreement on or before 12 January 2018. The balance of the consideration, being HK\$7,174,000, will be paid in cash upon completion, which is scheduled to take place on or before 18 April 2018.

## **INFORMATION OF THE PROPERTIES**

The Properties are situated at Metropole Square, 2 On Yiu Street, Shatin, New Territories, Hong Kong with aggregate gross area of approximately 81,840 square feet. The Properties comprise the whole floor of 15th floor, 20th floor, 25th floor and 27th floor together with certain car parking spaces of Metropole Square. Metropole Square was completed in about 1997 and was converted from industrial use into office and shop uses in late 2014. The Properties will be delivered with vacant possession upon completion of the Acquisition.

## **REASONS FOR THE ACQUISITION**

The Group is principally engaged in the sourcing, designing, wholesaling, trademark licensing and retailing of a variety of gold and platinum jewellery, and gem-set jewellery products.

To cope with the business development and expansion of the Group, the Directors consider that the purchase of the Properties is beneficial to the Group by providing additional office space for the Group. The Properties are intended to be held by the Group for its own use as office. The Group also expects a value appreciation of the Properties when considering the current commercial property market.

The consideration for the Acquisition was arrived at after arm's length negotiations between the Purchasers and the Vendor. Based on the valuation on the Properties by BMI Appraisals Limited, an independent property valuer, the market value of the Units as at 14 December 2017 was estimated to be approximately HK\$550,000,000 and the Car Parking Spaces as at 21 December 2017 was estimated to be approximately HK\$35,000,000. Payment for the initial deposit of the Acquisition was made out of the internal resources of the Group and the remaining balance will be financed by bank borrowings.

The Directors consider that the terms of the Provisional Agreement are fair and reasonable and the Acquisition is in the interests of the Company and its shareholders as a whole.

## **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios in respect of the Acquisition under the Listing Rules was more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

Unless otherwise stated, the following terms shall have the following meanings in this announcement:

“Acquisition”	the acquisition of the Properties by the Purchasers from the Vendor pursuant to the terms of the Provisional Agreements;
“Board”	the board of Directors;
“Car Parking Spaces”	collectively, (i) Lorry Parking Space No. L14 on G/F and Private Car Parking Space Nos. P1 on G/F, P103 on 1/F, P202 on 2/F, P309, P310, P311 and P312 on 3/F of Metropole Square; (ii) Private Car Parking Space Nos. P203, P204, P205 and P206 on 2/F, P313, P314, P315 and P316 on 3/F of Metropole Square; (iii) Private Car Parking Space Nos. P207, P208, P211 and P229 on 2/F, P317, P318, P319 and P320 on 3/F of Metropole Square; and (iv) Private Car Parking Space Nos. P231, P232, P236 and P237 on 2/F, P321, P322, P323 and P324 on 3/F of Metropole Square;
“Company”	Luk Fook Holdings (International) Ltd., a company incorporated in Bermuda with limited liability, the issue shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 0590);
“Director(s)”	the director(s) of the Company;
“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”	independent third party who is independent of and not connected with the Company and the connected person(s) (as defined in the Listing Rules) of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Properties”	collectively, (i) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18 & 19 on 15/F of Metropole Square; (ii) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 20/F of Metropole Square; (iii) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 25/F of Metropole Square; (iv) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 27/F of Metropole Square; (v) Lorry Parking Space No. L14 on G/F and Private Car Parking Space Nos. P1 on G/F, P103 on 1/F, P202 on 2/F, P309, P310, P311 and P312 on 3/F of Metropole Square; (vi) Private Car Parking Space Nos. P203, P204, P205 and P206 on 2/F, P313, P314, P315 and P316 on 3/F of Metropole Square; (vii) Private Car Parking Space Nos. P207, P208, P211 and P229 on 2/F, P317, P318, P319 and P320 on 3/F of Metropole Square; and (viii) Private Car Parking Space Nos. P231, P232, P236 and P237 on 2/F, P321, P322, P323 and P324 on 3/F of Metropole Square, and “Property” means any of them;
“Provisional Agreements”	the four (4) provisional sale and purchase agreements dated 14 December 2017 and the four (4) provisional sale and purchase agreements dated 21 December 2017 entered into between the relevant Purchasers and the Vendor in relation to the Acquisition;

“Purchasers”	collectively, Ultra Power Corporation Limited, Talent Up Corporation Limited, Bright Billion Corporation Limited and Green Rich Corporation Limited, and “Purchaser” means any of them;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Units”	collectively, (i) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18 & 19 on 15/F of Metropole Square; (ii) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 20/F of Metropole Square; (iii) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 25/F of Metropole Square; (iv) Units 1, 2, 3, 5, 6, 7, 8, 9, 10, 11, 12, 15, 16, 17, 18, 19, 20 & 21 on 27/F of Metropole Square; and
“Vendor”	Jaco Limited

By Order of the Board  
**Luk Fook Holdings (International) Limited**  
**WONG Wai Sheung**  
*Chairman & Chief Executive*

Hong Kong, 22 December 2017

*As at the date of this announcement, the Company’s Executive Directors are Mr. WONG Wai Sheung (Chairman and Chief Executive), Mr. TSE Moon Chuen (Deputy Chairman), Ms. WONG Hau Yeung, Ms. WONG Lan Sze, Nancy, Ms. CHUNG Vai Ping and Dr. CHAN So Kuen; the Non-executive Directors are Mr. WONG Ho Lung, Danny (Deputy Chairman), Ms. YEUNG Po Ling, Pauline, Mr. HUI Chiu Chung, JP and Mr. LI Hon Hung, BBS, MH, JP; the Independent Non-executive Directors are Mr. TAI Kwok Leung, Alexander, Mr. IP Shu Kwan, Stephen, GBS, JP, Mr. MAK Wing Sum, Alvin, Ms. WONG Yu Pok, Marina, JP and Mr. HUI King Wai.*