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有利集團有限公司*
Yau Lee Holdings Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 0406)

**DISCLOSEABLE TRANSACTION
IN RELATION TO
ACQUISITION OF PROPERTY IN SHENZHEN**

The Board is pleased to announce that on 30 June 2015, the Purchaser, a wholly-owned subsidiary of the Company, entered into the Property Acquisition Agreements with the Vendors for the acquisition of the Property. The Purchase Price is RMB83,600,000.

The Property Acquisition constitutes a discloseable transaction for the Company under the Listing Rules and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

THE PROPERTY ACQUISITION AGREEMENTS

The Board is pleased to announce that on 30 June 2015, the Purchaser, a wholly-owned subsidiary of the Company, entered into the Property Acquisition Agreements with the Vendors for the acquisition of the Property on the following material terms.

Date:

30 June 2015

Parties:

Vendors : 深圳市新天時代投資有限公司 and 深圳市石廈實業股份有限公司

Purchaser : 有利華建築預制件(深圳)有限公司, a wholly-owned subsidiary of the Company

* For identification purpose only

Based on the information provided by Vendors, the Vendors are corporations incorporated in the PRC engaging in property development, management and leasing business in Shenzhen, PRC.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, Vendors and their ultimate beneficial owner(s) are Independent Third Parties.

Property to be acquired:

The Property is a first hand commercial property located at 28/F, Tower A, Block 1, Xintian Century Business Centre, Shixiabei Second Street West, Futian District, Shenzhen, PRC with a total gross floor area of about 2,065.28 square metres. According to the Property Acquisition Agreements, the term of the land use right of the Property is 50 years commencing from 29 July 2011 until 28 July 2061. The Property will be used as office premises for the Purchaser.

Consideration

The Purchase Price for the Property is RMB83,600,000, equivalent to approximately RMB40,478.77 per square metre.

The Purchase Price shall be settled in the following manner:

- (a) RMB8,386,275.97 to be paid on the date of the Property Acquisition Agreements; and
- (b) RMB75,213,724.03 to be paid within 15 days from the date of the Property Acquisition Agreements.

The Group will fund the Purchase Price with its own resources.

A sum of RMB8,386,275.97 had been paid by the Purchaser in cash as deposit and part payment of the Purchase Price. The remaining balance of the Purchase Price will be paid to the Vendors within 15 days from the date of the Property Acquisition Agreements.

Transfer of Property

According to the Property Acquisition Agreements, a sale and purchase agreement will be entered into between the Vendors and the Purchaser within 15 days from the date of the Property Acquisition Agreements and these Property Acquisition Agreements will cease to become effective if the sale and purchase agreement is not entered into within the stipulated time or such time as extended. The date on which the Vendors will deliver possession of the Property will be agreed upon in the sale and purchase agreement, which the Purchaser expects to be a date soon after the signing of the sale and purchase agreement.

The relevant real estate registration procedures for the transfer of the Property and issue of new real estate ownership certificate to the Purchaser under the Property Acquisition Agreements will be carried out in accordance with the law and regulations in the PRC.

BACKGROUND AND REASONS FOR AND BENEFITS OF THE PROPERTY ACQUISITION

The Group is principally engaged in contracting of building construction, plumbing, renovation, maintenance and fitting-out projects, electrical and mechanical installation, building materials supply, property investment and development and hotel operations.

Purchaser is a wholly-owned subsidiary of the Company and mainly engages in manufacturing of precast products.

The existing office of the Purchaser in Shenzhen (currently leased to the Purchaser under two lease agreements) is expected to be relocated to the Property. With this Property Acquisition, the Group will have a permanent business establishment in Shenzhen which will allow for the facilitation of its business expansion in the area.

In view that the agreed Purchase Price and the price per square metre were arrived by the parties after arm's length negotiation and that the Purchase Price was agreed by the Group with reference to the location, prevailing market values of comparable properties in the same location provided by PRC property agents in Futian district of Shenzhen as well as potential development prospects of the Property, the Directors consider the terms of the Property Acquisition Agreements are on normal commercial terms that are fair and reasonable and are in the interests of the Company and its Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As one of the applicable percentage ratios in respect of the Property Acquisition is above 5% and all of these ratios are below 25%, the Property Acquisition constitutes a discloseable transaction for the Company under the Listing Rules and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

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

“Board”	the board of Directors of the Company
“Company”	Yau Lee Holdings Limited, a company incorporated in Bermuda with limited liability, the issued shares of which are listed on the main board of Stock Exchange
“Directors”	the director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“Hong Kong”	The Hong Kong Special Administrative Region of the People's Republic of China
“Independent Third Party(ies)”	any person(s) or company(ies) and their respective ultimate beneficial owner(s) whom, to the best of the Director's knowledge, information and belief having made all reasonable enquiries, are third parties independent of the Company and its connected persons of the Company in accordance with the Listing Rules

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	The People’s Republic of China, for the purpose of this announcement only, does not include the Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“Property”	the property located at 28/F, Tower A, Block 1, Xintian Century Business Centre, Shixiabei Second Street West, Futian District, Shenzhen, the PRC
“Property Acquisition”	the acquisition of the Property by the Purchaser pursuant to the Property Acquisition Agreements
“Property Acquisition Agreements”	the agreement for the sale of property in Shenzhen (denoted as 《深圳市房地產認購書》) and the supplemental agreement (denoted as 《深圳市房地產認購書》補充協議) both dated 30 June 2015 entered into between the Purchaser and the Vendors in relation to the Property Acquisition
“Purchase Price”	RMB83,600,000, being the total purchase price for the Property
“Purchaser”	有利華建築預制件（深圳）有限公司, a company incorporated in the PRC and a wholly-owned subsidiary of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of the shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Vendors”	深圳市新天時代投資有限公司 and 深圳市石廈實業股份有限公司, both companies are incorporated in the PRC

By Order of the Board
Yau Lee Holdings Limited
Wong Ip Kuen
Chairman

Hong Kong, 2 July 2015

As at the date of this announcement, the Board comprises Mr. Wong Ip Kuen (Chairman), Ir. Wong Tin Cheung, Ms. Wong Wai Man and Mr. Sun Chun Wai as Executive Directors and Mr. Chan Bernard Charnwut, Mr. Wu King Cheong and Dr. Yeung Tsun Man, Eric as Independent Non-executive Directors