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## **CHEONG MING INVESTMENTS LIMITED**

*(Incorporated in Bermuda with limited liability)*

(Stock code: 1196)

### **DISCLOSEABLE TRANSACTION INVOLVING DISPOSAL OF PROPERTIES**

On 7th March, 2007, the Vendor, a wholly-owned subsidiary of the Company, entered into the Agreement with the Purchaser in relation to the disposal the Properties, for consideration of HK\$33,579,800.

The Disposal constitutes a discloseable transaction for the Company under Rule 14.06 of the Listing Rules. A circular containing, among others, further details relating to the Disposal will be dispatched to the Shareholders as soon as practicable.

The Company announced that on 7th March, 2007, the Vendor has entered into the Agreement with the Purchaser in relation to the disposal of the Properties. The principal terms of which are as follows:

#### **THE AGREEMENT**

**Date:** 7th March, 2007

#### **Parties involved:**

**Purchaser:** Creative Business Development Limited

**Vendor:** Capital Asset Management Limited, a wholly-owned subsidiary of the Company.

The Purchaser is an investment holding company. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Purchaser and its ultimate beneficial owners are third parties independent of the Company and its connected persons.

#### **Properties to be disposed:**

The Properties are commercial office units situated at units 2604 to 2611, Level 26, Metroplaza, Tower 2, 223 Hing Fong Road, Kwai Fong, Hong Kong. The aggregate gross floor area of the Properties is about 8,722 square feet. The Vendor has agreed to dispose the Properties to the Purchaser free from all liens, charges and encumbrances.

#### **Aggregate consideration and payment terms:**

The aggregate consideration for the Properties is HK\$33,579,800 and receivable as follow:

- (i) 5% initial deposit of the aggregate consideration amounted to HK\$1,678,985 was received from the Purchaser upon the signing of the Agreement on 7th March, 2007.
- (ii) 5% of the aggregate consideration, amounted to HK\$1,678,985 shall be paid by Purchaser upon the signing of the Formal Agreement on or before 21st March, 2007; and
- (iii) the balance of the aggregate consideration, amounted to HK\$30,221,830, shall be paid by the Purchaser upon Completion, on or before 21st May, 2007.

Upon Completion, Cheong Ming Press Factory Ltd, a wholly owned subsidiary of the Company as tenant; the Purchaser as landlord shall enter into a tenancy agreement for the Properties for a fixed term of two years commencing from 21st May 2007 to 20th May 2009 at monthly rental of HK\$174,440, exclusive of air-conditioning charge, management fee and government rates and rent, with three months rental, air-conditioning charge, management fee and government rates and rent as deposit payable to the Landlord upon signing a formal tenancy agreement. The form of the tenancy agreement shall be prepared by the Purchaser's solicitor and pre-agreed between the Purchaser as landlord and the tenant before completion of assignment. The Vendor shall procure Cheong Ming Press Factory Ltd to sign the said tenancy agreement before completion of assignment.

Upon lease expiry, the tenant shall be responsible to yield up the subject premises to “bare shell” condition with completed false ceiling system.

The aggregate consideration was arrived at after arm’s length negotiation between the Purchaser and the Vendor and with reference to the Directors’ knowledge in the market value of similar commercial properties in Hong Kong.

## **REASONS FOR THE DISPOSAL**

The Group is principally engaged in the business of printing and manufacturing of paper products, hangtags and labels, commercial printing, provision of translation services and property holding, with its major manufacturing bases in Shenzhen and Dongguan of the PRC. For better jobs alliance and coordination, the Group has been taking steps relocating part of its back offices to the PRC. In November 2006, five brand new office units in a commercial building namely, Excellence Times Square, situated in Shenzhen were acquired by a wholly-owned subsidiary of the Company for the Group’s own use at an aggregate consideration of approximately RMB22.2 million. Occupation permits for these five office units have been obtained since February 2007 and floor plan designs and renovations are now taking place. It is expected that the offices renovations will be completed and ready for operations in the second quarter of year 2007. Taking into account the recent prevailing good condition of the economy and property market of Hong Kong, the Directors are of the opinion that the Disposal represented a good opportunity to the Group. Further, to sell and lease back the Properties for the next twenty-four months facilitates flexibility and is in line with the long-term development strategy of the Group to relocate part of its back offices to the PRC in stages. The Directors consider that the terms of the Agreement are fair and reasonable and the Disposal is in the interests of the Company and the Shareholders as a whole.

Based on the book value of the Properties of approximately HK\$18.1 million as at 30th September, 2006, the net gain from the Disposal (after deducting relevant expenses) is approximately HK\$15 million. The Company intends to use the proceeds to pay off the mortgage on the Properties of HK\$9,800,000 as at 9th March 2007 and the remaining balance for general working capital purpose.

## **GENERAL**

The Disposal constitutes a discloseable transaction for the Company under Rule 14.06 of the Listing Rules. A circular containing, among others, further details relating to the Disposal will be dispatched to the Shareholders as soon as practicable.

## **DEFINITIONS**

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

“Agreement”	the provisional sale and purchase agreement, dated 7th March, 2007, entered into between the Purchaser and Vendor in respect of the Disposal
“Formal Agreement”	the Formal sale and purchase agreement to be entered into between the Purchaser and Vendor in respect of the Disposal
“Disposal”	the disposal of the Properties pursuant to the Agreement by the Vendor
“Company”	Cheong Ming Investments Limited (stock code: 1196), a company incorporated in Bermuda with limited liability and its shares are listed on the Stock Exchange
“Completion”	completion of the Disposal
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	The People’s Republic of China, which, for the purpose of this announcement, excludes the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan.

“Properties”	Units 2604 to 2611, Level 26, Metroplaza, Tower 2, 223 Hing Fong Road, Kwai Fong, Hong Kong
“Purchaser”	Creative Business Development Limited
“Shareholder(s)”	holder(s) of the share(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Vendor”	Capital Asset Management Limited, a wholly owned subsidiary of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

By Order of the board of directors of  
**Cheong Ming Investments Limited**  
**Lui Shing Ming, Brian**  
*Managing Director*

Hong Kong, 12th March, 2007

*As at the date hereof, the executive Directors are Mr. Lui Chi, Mr. Lui Shing Ming, Brian, Mr. Lui Shing Cheong, Mr. Lui Shing Chung, Victor and Mr. Lung Wai Kee and the independent non-executive Directors are Dr. Lam Chun Kong, Mr. Lo Wing Man and Dr. Ng Lai Man, Carmen.*

Please also refer to the published version of this announcement in The Standard.