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## **EDVANCE INTERNATIONAL HOLDINGS LIMITED**

**安領國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8410)**

### **INSIDE INFORMATION**

## **ANNOUNCEMENT IN RELATION TO THE POSSIBLE ACQUISITIONS OF PROPERTIES IN SINGAPORE**

### **THE POSSIBLE ACQUISITIONS**

On 20 December 2017 (after trading hours), the Board is pleased to announce that, the Purchaser, an indirect wholly-owned subsidiary of the Company, issued the Letters of Intent to the Developer, an Independent Third Party, in respect of the Possible Acquisitions. The Letters of Intent are non-legally binding and are subject to the negotiation and execution of a formal sale and purchase agreement which will set out the terms and conditions of the Possible Acquisitions. The total purchase price of the Possible Acquisitions under the Letters of Intent would be S\$5,140,800 (equivalent to approximately HK\$29,816,640\*).

### **GENERAL**

The Possible Acquisitions, if materialise, may constitute notifiable transaction(s) for the Company under the GEM Listing Rules. Should there be any material developments with respect to the Possible Acquisitions, the Company will make further announcement(s) in accordance with the GEM Listing Rules as and when appropriate.

**The Board wishes to emphasise that the Possible Acquisitions are subject to the negotiation and execution of a formal sale and purchase agreement. Therefore, the Possible Acquisitions may or may not proceed. Shareholders and investors of the Company are advised to exercise caution when dealing with the securities of the Company.**

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the SFO.

## **POSSIBLE ACQUISITION**

On 20 December 2017 (after trading hours), the Board is pleased to announce that, the Purchaser, a wholly-owned subsidiary of the Company, issued the Letters of Intent to the Developer, an Independent Third Party, in respect of the Possible Acquisitions. The principal terms for the Possible Acquisitions as set out in the Letters of Intent are summarised as below:

### **LETTER OF INTENT I**

The major terms of the Letter of Intent I are as follows:

**Date:**

20 December 2017

**Parties:**

- (i) Edvance Property Investment (Singapore) Pte. Ltd., as the Purchaser
- (ii) Wenul Assets (Industrial) Pte. Ltd., as the Developer

**Properties to be acquired:**

2 Sims Close #01-11 Gemini @ Sims, Singapore 387298

**Consideration**

The consideration of the Possible Acquisition I shall be S\$2,592,000 (equivalent to approximately HK\$15,033,600\*), which shall be satisfied by the net proceeds from the Share Offer (as defined in the Prospectus).

**Booking fee**

A refundable booking fee in the sum of S\$129,600 (equivalent to approximately HK\$751,680\*) has been paid by the Purchaser in cash on 20 December 2017. The booking fee shall be refunded to the Purchaser in full if the Developer does not elect to proceed with the Possible Acquisition I.

## **LETTER OF INTENT II**

The major terms of the Letter of Intent II are as follows:

### **Date:**

20 December 2017

### **Parties:**

- (i) Edvance Property Investment (Singapore) Pte. Ltd., as the Purchaser
- (ii) Wenul Assets (Industrial) Pte. Ltd., as the Developer

### **Properties to be acquired:**

2 Sims Close #01-12 Gemini @ Sims, Singapore 387298

### **Consideration**

The consideration of the Possible Acquisition II shall be S\$2,548,800 (equivalent to approximately HK\$14,783,040\*), which shall be satisfied by the net proceeds from the Share Offer (as defined in the Prospectus).

### **Booking fee**

A refundable booking fee in the sum of S\$127,440 (equivalent to approximately HK\$739,152\*) has been paid by the Purchaser in cash on 20 December 2017. The booking fee shall be refunded to the Purchaser in full if the Developer does not elect to proceed with the Possible Acquisition II.

Save for the provisions relating to, among other things, the payment and return of the booking fees under the respective Letters of Intent, the terms of the Letters of Intent are not intended to be legally binding.

## **REASONS FOR AND BENEFITS OF THE POSSIBLE ACQUISITIONS**

Please refer to the paragraph headed “Business Objectives and Future Plans – Expansion of operation in Singapore as our Service Hub and its renovation” of the Prospectus for reasons for and benefits of the Possible Acquisitions.

## **INFORMATION OF THE PURCHASER**

The purchaser is a company incorporated in Singapore and is an indirect wholly-owned subsidiary of the Company. It is an investment holding company.

## INFORMATION OF THE DEVELOPER

The Developer is a company incorporated in Singapore and is principally engaged in real estate development.

To the best of the Directors' knowledge, information and belief and, having made all reasonable enquiries, each of the Developer and its ultimate beneficial owners are Independent Third Parties.

## GENERAL

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the SFO.

The Possible Acquisitions, if materialise, may constitute notifiable transaction(s) for the Company under the GEM Listing Rules. Should there be any material developments with respect to the Possible Acquisitions, the Company will make further announcement(s) in accordance with the GEM Listing Rules as and when appropriate.

**The Letters of Intent do not constitute a legally binding agreement. The Board wishes to emphasise that the Possible Acquisitions are subject to the negotiation and execution of the a formal sale and purchase agreement. Therefore, the Possible Acquisitions may or may not proceed. Shareholders and investors of the Company are advised to exercise caution when dealing with the securities of the Company.**

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms and expressions shall have the following meanings when used herein.

“Board”	the board of Directors
“Company”	Edvance International Holdings Limited (安領國際控股有限公司), a company incorporated in the Cayman Islands with limited liability and the Shares are listed on the GEM of the Stock Exchange
“Developer”	Wenul Assets (Industrial) Pte. Ltd.
“Director(s)”	the directors of the Company
“GEM”	The Growth Enterprise Market of the Stock Exchange

“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM (as amended, supplemented or otherwise modified from time to time)
“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)”	third party(ies) independent of the Company and its connected persons (as defined under the GEM Listing Rules)
“Letter of Intent I”	the letter of intent issued by the Purchaser to the Developer on 20 December 2017, setting out the principal terms in respect of the Possible Acquisition I
“Letter of Intent II”	the letter of intent issued by the Purchaser to the Developer on 20 December 2017, setting out the principal terms in respect of the Possible Acquisition II
“Letters of Intent”	the Letter of Intent I and Letter of Intent II
“Parties”	the parties to the Letters of Intent
“Possible Acquisition I”	the possible acquisition of a light industrial property located at 2 Sims Close #01-11 Gemini @ Sims, Singapore 387298 pursuant to the Letter of Intent I
“Possible Acquisition II”	the possible acquisition of a light industrial property located at 2 Sims Close #01-12 Gemini @ Sims, Singapore 387298 pursuant to the Letter of Intent II
“Possible Acquisitions”	the Possible Acquisition I and the Possible Acquisition II
“Prospectus”	the prospectus of the Company dated 31 March 2017
“Purchaser”	Edvance Property Investment (Singapore) Pte. Ltd., an indirect wholly-owned subsidiary of the Company
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

“Share(s)”	ordinary share(s) with a nominal value of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the issued Shares
“S\$”	Singapore dollar(s), the lawful currency of Singapore
“%”	per cent

*\* Unless otherwise stated, the exchange rates adopted in this announcement are based on the exchange rates of HK\$5.80 = S\$1.00 published by the Monetary Authority of Singapore on 19 December 2017 and are provided for illustration purposes only.*

By order of the Board  
**Edvance International Holdings Limited**  
**Liu Yui Ting Raymond**  
*Chairman and Executive Director*

Hong Kong, 20 December 2017

*As at the date of this announcement, the Board comprises five executive Directors namely, Mr. Liu Yui Ting Raymond (Chairman), Mr. Lee Francis Sung Kei (Chief Executive Officer), Mr. Lo Wai Ho Ashley, Mr. Von John and Mr. Lam Tak Ling, one non-executive Director namely, Dr. Tang Sing Hing Kenny and three independent non-executive Directors namely, Mr. Yu Kwok Chun Raymond, Mr. Ng Tsz Fung Jimmy and Mr. Chan Siu Ming Simon.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the website of the GEM of The Stock Exchange of Hong Kong Limited at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at [www.edvancesecurity.com](http://www.edvancesecurity.com).*