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**英皇集團（國際）有限公司\***  
**Emperor International Holdings Limited**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 163)**

**DISCLOSEABLE TRANSACTION**  
**ACQUISITION OF PROPERTY**

On 18 July 2010, Century Creations, a wholly-owned subsidiary of the Company, entered into the Agreement with the Vendor, an Independent Third Party, in relation to the Acquisition of the property located at No. 22 and 24, Russell Street, Causeway Bay, Hong Kong at a consideration of HK\$1,100,000,000.

As the applicable percentage ratios in respect of the Acquisition are greater than 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is subject to the announcement requirements but exempt from Shareholders' approval requirement under Chapter 14 of the Listing Rules.

The Board announces that on 18 July 2010, Century Creations, a wholly-owned subsidiary of the Company, entered into the Agreement with the Vendor, an Independent Third Party, in relation to the Acquisition of the property located at No. 22 and 24, Russell Street, Causeway Bay, Hong Kong at a consideration of HK\$1,100,000,000.

**THE AGREEMENT DATED 18 JULY 2010**

**Parties**

Vendor: Kingdom Power, a company principally engaged in property investment

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiry, the Vendor is an Independent Third Party

Purchaser: Century Creations, a wholly owned subsidiary of the Company.

The Company has executed a letter of guarantee in favor of the Vendor guaranteeing the due performance of the Purchaser under the Agreement.

### **Information of the Property**

The Property is located at Section A of Inland Lot No. 746, being the whole block of No. 22 and 24 Russell Street, Causeway Bay, Hong Kong. The Property, occupies a site area of approximately 2,337 square feet, is a 6-storey commercial/residential building and has an aggregate gross floor area of approximately 9,400 square feet. The Property will be delivered to the Purchaser upon Completion subject to and with the benefit of various tenancies. Based on the existing arrangement of the tenancies of the Property, the current monthly rental of the Property is approximately HK\$1.95 million (exclusive of government rates, government rent, management fee and all other outgoings and utilities charges).

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiry, each of the tenants of the Property is an Independent Third Party.

### **Consideration and payment terms**

The consideration of HK\$1,100,000,000 for the Property has been determined after arm's length negotiations between the parties by reference to the prevailing market value of similar properties in the same area in Hong Kong.

According to the Agreement, the consideration for the Property shall be payable to the Vendor in cash in the following manner:-

- an initial deposit in the sum of HK\$30,000,000 has been paid by the Purchaser upon signing of the Agreement;
- a further deposit of HK\$80,000,000 shall be paid by the Purchaser on or before 2 August 2010;
- a further deposit of HK\$110,000,000 shall be paid by the Purchaser on or before 18 October 2010; and
- the remaining balance of HK\$880,000,000 shall be paid by the Purchaser upon Completion.

The consideration will be financed by a combination of internal resources of the Group and bank financing.

## **Completion date**

Pursuant to the Agreement, a formal agreement for sale and purchase shall be signed on or before 2 August 2010. Completion of the sale and purchase of the Property shall take place on or before 18 October 2011.

## **REASON FOR THE ACQUISITION**

The Company is an investment holding company and its subsidiaries are principally engaged in property development and investment, and hotel operation.

Century Creations is a wholly owned subsidiary of the Company and principally engaged in property investment.

The Group's property investment portfolio has been strategically aiming at superior rental properties. The Property is located in the Causeway Bay area, which is one of the busiest and popular shopping districts of Hong Kong for tourists and local people. The Acquisition is therefore in line with the business strategy of the Group. Given that the Group currently owns other properties at Russell Street, one of which is next to the Property, the Acquisition will allow the Group the opportunity to merge the two properties together for a bigger retail shop for leasing purpose, thereby enhancing the value of the two properties both in terms of rental income and potential appreciation of market value. Having considered the aforesaid synergy to be gained from the Acquisition, the Board is of the opinion that the Acquisition will improve the Group's operating performance, net assets as well as earnings.

The Board considers that the terms and conditions for the Acquisition are on normal commercial terms, which are fair and reasonable and in the interest of the Company and its Shareholders as a whole.

## **GENERAL**

As the applicable percentage ratios in respect of the Acquisition are greater than 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is subject to the announcement requirements but exempt from Shareholders' approval requirement under Chapter 14 of the Listing Rules.

## **TERMS USED IN THIS ANNOUNCEMENT**

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

"Acquisition"	the acquisition of the Property by the Purchaser
"Agreement"	the provisional agreement for sale and purchase of the Property dated 18 July 2010 entered into between Kingdom Power and Century Creations

“Board”	the board of Directors
“Company”	Emperor International Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange
“Completion”	completion of the sale and purchase of the Property pursuant to the Agreement and the formal agreement for sale and purchase of the Property
“Century Creations”	Century Creations Limited, a company incorporated in Hong Kong and a wholly owned subsidiary of the Company
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“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 in the Listing Rules)
“Kingdom Power”	Kingdom Power Development Limited, a company incorporated in Hong Kong and an Independent Third Party principally engaged in property investment
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Property”	Whole Block of No. 22 and 24 Russell Street, Causeway Bay, Hong Kong, Section A of Inland Lot No.746
“Purchaser”	Century Creations
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Vendor”	Kingdom Power
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent

By Order of the Board  
**Emperor International Holdings Limited**  
**Luk Siu Man, Semon**  
Chairperson

Hong Kong, 18 July 2010

*As at the date hereof, the Board comprised:*

*Non-executive Director:* Ms. Luk Siu Man, Semon (Chairperson)

*Executive Directors:* Mr. Wong Chi Fai (Managing Director)  
Ms. Fan Man Seung, Vanessa (Managing Director)  
Mr. Cheung Ping Keung  
Ms. Mok Fung Lin, Ivy

*Independent Non-executive Directors:* Mr. Chan Man Hon, Eric  
Mr. Liu Hing Hung  
Mr. Law Ka Ming, Michael

*\* for identification purposes only*