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# KB

**KINGBOARD HOLDINGS LIMITED**

**建滔集團有限公司**

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

**(Stock Code: 148)**

## **CONNECTED TRANSACTION**

### **SALE OF PROPERTY**

On the date of this announcement, the Vendor entered into a preliminary sale and purchase agreement with the Purchaser for the sale of the Property under The Cavaridge Project. As the Purchaser is an executive director of the Company, the Purchaser is a connected person of the Company under Chapter 14A of the Listing Rules and the Sale thus constitutes a connected transaction of the Company.

As one or more of the applicable percentage ratios in respect of the Sale is more than 0.1% but less than 5%, the Sale is subject to the reporting and announcement requirements but is exempted from independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

### **SALE OF PROPERTY**

On the date of this announcement, the Vendor entered into a preliminary sale and purchase agreement with the Purchaser for the sale of the Property under The Cavaridge Project. The major terms of the Sale under the preliminary sale and purchase agreement are set out below:

Date : 26 January 2022

Subject Matter : the sale of the Property under The Cavaridge Project, further details of which are set out in the paragraph headed "The Property" in this announcement

- Payment Terms : The purchase price of the Property is payable in the following manner:
- (a) an initial deposit of 5% of the purchase price will be payable upon the signing of the preliminary sale and purchase agreement;
  - (b) 45% of the purchase price is payable on or before 25 February 2022; and
  - (c) the balance is payable on or before 21 January 2023.
- Formal Agreement : A formal sale and purchase agreement is expected to be executed by the Purchaser within 5 business days after the signing of the preliminary sale and purchase agreement and by the Vendor within 8 business days after the signing of the preliminary sale and purchase agreement.
- Completion : Completion shall take place around January 2023, subject to adjustment.

## THE PROPERTY

The following table sets out details of the Property to be sold under the Sale and its Purchaser:

<b>Purchaser</b>	<b>Major connected relationship with the Company</b>	<b>Saleable Size (sq.ft.)</b>	<b>Consideration (HK\$)</b>
Mr. Ho Yin Sang	Executive director of the Company	3,747	82,434,000 (note)

*Note:* The sale of the house under The Cavaridge Project includes two car parking spaces.

The purchase price for the Sale was agreed after arm's length negotiations with the Purchaser with reference to, among other things, the current market value of comparable properties and prevailing market conditions.

## INFORMATION OF THE CAVARIDGE PROJECT

The Cavaridge Project is a luxury residential property development project located in Kau To, Shatin, New Territories consisting of 48 apartments and 56 houses. The project has launched its sales in November 2019.

The Cavaridge Project is a property project developed by the Group and is recorded as properties held for development in the financial statements of the Group.

## **REASONS FOR AND BENEFITS OF THE SALE**

Upon completion of the Sale, the Group is expected to record from the Sale a gain of approximately HK\$18,439,500 (before tax and subject to audit) included in the gross profit. The expected gain is calculated based on the purchase price under the Sale after deducting the estimated development cost and estimated selling expenses of The Cavaridge Project attributable to the Property to be sold under the Sale. The net sales proceeds from the Sale will be recorded as profit of the Group. The Group currently intends to use the net sales proceeds as general working capital.

The Cavaridge Project offers apartments and houses for sale, and the Sale took place as revenue and in the ordinary course of business of the Group.

The Directors, including the independent non-executive Directors, consider that the terms of the Sale are fair and reasonable and are on normal commercial terms and in the ordinary and usual course of business of the Group and that the Sale is in the interests of the Company and the Shareholders as a whole.

## **INFORMATION OF THE GROUP AND THE VENDOR**

The Group is an investment holding company and the principal activities of its subsidiaries are the manufacture and sales of laminates, printed circuit boards, chemicals, magnetic products, property development and investments and investment business.

The Vendor, being a 85% non-wholly owned subsidiary of the Company, is principally engaged in property development in Hong Kong.

## **IMPLICATIONS UNDER THE LISTING RULES**

As the Purchaser is an executive director of the Company, the Purchaser is a connected person of the Company under Chapter 14A of the Listing Rules and the Sale thus constitutes a connected transaction of the Company.

As one or more of the applicable percentage ratios in respect of the Sale is more than 0.1% but less than 5%, the Sale is subject to the reporting and announcement requirements but is exempted from independent Shareholders' approval requirement under the Listing Rules.

As the Purchaser, Mr. Ho Yin Sang is considered to have material interests in the Sale. As such, he has abstained from voting on the relevant Board resolutions to approve the Sale. Save as disclosed, none of the Directors has a material interest in the Sale, and none of them is required to abstain from voting on the relevant Board resolutions.

## DEFINITIONS

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

“Board”	the board of Directors
“Company”	Kingboard Holdings Limited (stock code: 148), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Director(s)”	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
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Property”	the house which is the subject of the Sale, of which the details are set out in the paragraph “The Property” in this announcement
“Purchaser”	Mr. Ho Yin Sang, an executive director of the Company
“Sale”	the sale of the Property under The Cavaridge Project by the Vendor to the Purchaser
“Share(s)”	the ordinary share(s) of nominal value of HK\$0.10 each in the issued share capital of the Company
“sq. ft.”	square feet
“Shareholders”	the holders of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“The Cavaridge Project”	the luxury residential property development located at 38 Lai Ping Road, Kau To, Shatin, New Territories, Hong Kong

“Vendor” Golden Concept Development Limited, a 85% non-wholly owned subsidiary of the Company

“%” per cent

*In this announcement, the terms “associate”, “connected person”, “connected transaction” and “subsidiary” have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.*

By Order of the Board  
**Kingboard Holdings Limited**  
**Lo Ka Leong**  
Company Secretary

Hong Kong, 26 January 2022

*As at the date of this announcement, the board of directors of Kingboard Holdings Limited consists of Mr. Cheung Kwok Wing, Mr. Chang Wing Yiu, Mr. Cheung Kwong Kwan, Mr. Ho Yin Sang, Mr. Cheung Ka Shing, Ms. Ho Kin Fan and Mr. Chen Maosheng, being the executive directors and Mr. Cheung Ming Man, Dr. Chong Kin Ki, Mr. Chan Wing Kee and Mr. Stanley Chung Wai Cheong, being the independent non-executive directors.*