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**世界(集團)有限公司**  
**WORLD HOUSEWARE (HOLDINGS) LIMITED**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 713)**

**DISCLOSEABLE TRANSACTION**  
**GRANTING OF LOAN**

**GRANTING OF LOAN**

On 23 January 2024, World Plastic Mat (Baoan) Company Limited\* “World (Baoan)”, a wholly owned subsidiary of the Company as the Lender (“Lender”) entered into a Loan Agreement with Shenzhen Fantasia Real Estate Co., Ltd\* as Borrower (“Borrower”) pursuant to which the Lender has agreed to grant the Loan in the principal amount of RMB30,000,000 (equivalent to approximately HK\$33,000,000) to the Borrower.

**LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined in the Listing Rules) in respect of the granting of loan exceeds 5% but all the applicable percentage ratios are less than 25%, the transaction contemplated under the Loan Agreement constitutes a disclosable transaction of the Company and is therefore subject to the notification and announcement requirements pursuant to Chapter 14 of the Listing Rules.

The Board announces that on 23 January 2024, “World (Baoan)” a wholly owned subsidiary of the Company as Lender entered into the Loan Agreement with Borrower pursuant to which the Lender has agreed to grant the Loan in the principal amount of RMB30,000,000 (equivalent to approximately HK\$33,000,000) to the Borrower.

Principal terms of the Loan Agreement are set out below:

## **THE LOAN AGREEMENT**

**Date:** 23 January 2024

**Lender:** World Plastic Mat (Baoan) Company Limited\*

**Borrower:** Shenzhen Fantasia Real Estate Co., Ltd\*

**Principal:** RMB30,000,000 (equivalent to approximately HK\$33,000,000)

**Interest rate:** 6% per annum

**Repayment:** The principal loan amount together with the relevant interest should be repaid in full by the Borrower, on or before the date when the Borrower completed the delivery of the title certificates of all Relevant Properties in the Ping Shan Good Time Urban Renewal Project, but no later than 6 months from the date of borrowing.

**Condition precedent:** After the Borrower delivers the Relevant Properties and related project completion documents to Lender and Welidy, the Lender lends the principal amount to the Borrower.

## **FUNDING OF THE LOAN**

The Group will finance the loan from internal resources.

## **THE CREDIT RISK RELATING TO THE LOAN**

The Borrower has paid a total of RMB110 million (equivalent to approximately HK\$121 million) as a security deposit (“Security Deposit”) to the Lender and Welidy for the Project. Pursuant to the agreement of the Project, after the Borrower delivered all the title certificates of the Relevant Properties to the Lender and Welidy, and the Lender and Welidy sell the Relevant Properties to obtain sufficient funds, deducting any amount (if any) is owed to the Lender and Welidy, the Lender and Welidy will return the balance of the Security Deposit to the Borrower. Therefore, the directors believe that the Security Deposit can be used as a guarantee that the Borrower can repay according to the Loan Agreement.

## **REASON FOR ENTERING INTO THE LOAN AGREEMENT**

The Directors believe that the granting of loan can assist and accelerate the Borrower to deliver all the Relevant Properties and the related title certificates of the Ping Shan Good Time Urban Renewal Project\* to the Lender and Welidy.

The terms of the Loan Agreement were determined after arm's length negotiations between Lender and Borrower. The Directors consider that the terms of the Loan Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **INFORMATION OF THE BORROWER**

“Borrower” is a limited liability company established under the laws of the PRC, a subsidiary company of Fantasia Holding Group Co., Limited (Stock code:01777). Whose principal business is the properties development. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiry, the “Borrower” and its ultimate beneficial owner 王士源, are independent third parties and not connected with the Group.

## **INFORMATION OF THE GROUP AND THE LENDER**

The Group is principally engaged in the manufacturing and sale of PVC, P.E., P.P, E.V.A. and cotton household products; and pipes, fittings products and property investment.

“Lender” is principally engaged in the manufacturing and sale of PVC, P.E., P.P. E.V.A. and cotton household products; and property investment.

## **IMPLICATIONS UNDER THE LISTING RULES**

As one of the applicable percentage ratios (as defined in the Listing Rules) in respect of the granting of loan exceeds 5% but all the applicable percentage ratios are less than 25%, the transaction contemplated under the Loan Agreement constitutes a discloseable transaction of the Company and is therefore subject to the notification and announcement requirements pursuant to Chapter 14 of the Listing Rules.

## DEFINITIONS

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

|  |  |
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| “Board”  | the board of Directors   |
| “Borrower”   | 深圳市花樣年房地產開發有限公司 Shenzhen Fantasia Real Estate Co., Ltd*, a limited liability company established under the laws of the PRC, a subsidiary company of Fantasia Holding Group Co., Limited (Stock code:01777)           |
| “Company”  | World Houseware (Holdings) Limited, a company incorporated in the Cayman Islands and whose shares are listed in the Stock Exchange   |
| “Directors”  | the existing directors 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 PRC   |
| “Listing Rules”  | the Rules Governing the Listing of Securities on the Stock Exchange  |
| “Loan Agreement”   | the loan agreement dated 23 January 2024 entered into between the Lender and the Borrower in the amount of RMB30,000,000   |
| “Ping Shan Good Time Urban Renewal Project” or “Project” | 花樣年旭輝好時光家園項目 An urban renewal project, which is very substantial disposal and very substantial acquisition, approved by the shareholders of the Company at the extraordinary general meeting held on 9 November 2017 |
| “PRC”  | The People’s Republic of China   |
| “Relevant Properties”                                    | The Borrower shall return the relevant properties to the Lender and Welidy according to the Ping Shan Good Time Urban Renewal Project  |

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|--------------------------------|---|
| “RMB”                          | Renminbi, the lawful currency of the PRC  |
| “Security Deposit”             | RMB110,000,000 (equivalent to approximately HK\$121,000,000)  |
| “Shareholders”                 | shareholders of the Company   |
| “Stock Exchange”               | The Stock Exchange of Hong Kong Limited   |
| “Welidy”                       | Welidy Limited, a company incorporated in Hong Kong with limited liability, which is a wholly owned subsidiary of the Company   |
| “World (Baoan)”<br>or “Lender” | 世界塑膠餐墊（寶安）有限公司 World Plastic Mat (Baoan) Company Limited*, a limited liability company established under the laws of the PRC, which is a wholly owned subsidiary of the Company |

*For the purpose of this announcement, unless otherwise specified, conversions of RMB into HK\$ is based on the approximate exchange rate of RMB1.00 to HK\$1.1. The exchange rate is adopted for illustration purpose only and does not constitute a representation that any amounts have been, could have been, or may be, exchanged at this rate or any other rate at all.*

*All English translations of Chinese names in this announcement marked with “\*” are not official English names and are for identification purpose only.*

By Order of the Board  
**World Houseware (Holdings) Limited**  
**Lee Tat Hing**  
*Chairman*

Hong Kong, 23 January 2024

*As at the date of this announcement, the Executive Directors of the Company are Mr. Lee Tat Hing, Madam Fung Mei Po, Mr. Lee Chun Sing, Mr. Lee Kwok Sing Stanley, Mr. Leung Cho Wai, Mr. Tsui Chi Yuen and Mr. Lee Hon Sing Alan; the Non-executive Directors of the Company are Mr. Cheung Tze Man Edward and Ms. Lee Ka Yee; the Independent Non-executive Directors of the Company are Mr. Tsui Chi Him Steve, Mr. Ho Tak Kay, Mr. Hui Chi Kuen Thomas, Ms. Tsang Wing Yee and Ms. Hong Ting.*