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**NGAI HING HONG COMPANY LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1047)**

Website: <http://www.nhh.com.hk>

**DISCLOSEABLE TRANSACTION  
ACQUISITION OF PROPERTY IN CHONGQING CITY**

The Board is pleased to announce that on 18th December 2012 (after trading hours), the Purchaser, an indirect wholly owned subsidiary of the Company, entered into the Sale and Purchase Agreement with the Developer in relation to the sale and purchase of the Property. Pursuant to the Sale and Purchase Agreement, the Purchaser agreed to purchase the Property for the Consideration of RMB7,035,930 (approximately HK\$8,729,442).

As certain applicable percentage ratios in respect of the Acquisition are more than 5% but all of the ratios are less than 25%, the Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

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**THE SALE AND PURCHASE AGREEMENT**

Date : 18th December 2012

Parties : (1) The Purchaser as purchaser  
(2) The Developer as seller

To the best of the information, knowledge and belief of the Directors having made all reasonable enquiries, the Developer and its ultimate beneficial owners are Independent Third Parties and are not connected persons of the Company within the meaning under the Listing Rules.

Property to be purchased : Unit 1, 36/F, International Development Finance Building\* (國際開發金融大廈), which is a new office building located at No.28 Minquan Road, Yuzhong District, Chongqing City,

the PRC (中國重慶市渝中區民權路 28 號), with a gross floor area of approximately 261 sq.m.

Consideration : The Consideration for the Acquisition is RMB7,035,930 (approximately HK\$8,729,442). The Consideration was arrived at after arm's length negotiation between the Purchaser and the Developer, having taking into account of the prevailing market value of the comparable properties located in the same area.

The Consideration was paid in cash by the Purchaser to the Developer upon signing of the Sale and Purchase Agreement. The Acquisition was funded by the internal resources of the Group.

Completion : Completion is anticipated to take place on 19th December 2012.

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

The Board is of the view that the Central and Western PRC are important markets for the future business development of the Group. Currently the Group only has a leased office in Chengdu. In order to further explore the market potential for and to expand the Group's businesses in Western PRC, the Board has decided to purchase the Property which will be used as the Group's regional office in Western PRC.

The Directors take the view that the Sale and Purchase Agreement was entered into on normal commercial terms and the terms of the Sale and Purchase Agreement are fair and reasonable and in the interests of the Shareholders as a whole.

### **INFORMATION ON THE GROUP**

The Group is principally engaged in the trading and manufacturing of plastic materials, pigments, colorants, compounded plastic resins and engineering plastic products.

### **INFORMATION ON THE DEVELOPER**

According to the information provided by the Developer, the Developer is a company incorporated in the PRC and principally engaged in the real property development in the PRC.

To the best of the information, knowledge and belief of the Directors having made all reasonable enquiries, the Developer and its ultimate beneficial owners are Independent Third Parties and are not connected persons of the Company within the meaning under the Listing Rules.

### **IMPLICATION UNDER THE LISTING RULES**

As certain applicable percentage ratios in respect of the Acquisition are more than 5% but all of the ratios are less than 25%, the Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

## DEFINITIONS

In this announcement, the following terms have the same meanings as set out below:

|                             |                                                                                                                                                                                    |
|-----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| "Acquisition"               | the proposed acquisition of the Property pursuant to the Sale and Purchase Agreement                                                                                               |
| "Board"                     | the board of directors of the Company                                                                                                                                              |
| "Company"                   | Ngai Hing Hong Company Limited, an exempted company incorporated in Bermuda with limited liability and the Shares of which are listed on the main board of the Stock Exchange      |
| "Completion"                | completion of the Acquisition pursuant to the Sale and Purchase Agreement                                                                                                          |
| "Consideration"             | the total consideration for the Acquisition                                                                                                                                        |
| "Developer"                 | Chongqing Yingli Real Estate Development Co., Ltd.* (重慶英利房地產開發有限公司), a company incorporated in the PRC                                                                             |
| "Director(s)"               | the director(s) of the Company                                                                                                                                                     |
| "Group"                     | the Company and its subsidiaries                                                                                                                                                   |
| "HK\$"                      | Hong Kong dollar(s), the lawful currency of Hong Kong                                                                                                                              |
| "Hong Kong"                 | the Hong Kong Special Administrative Region of the PRC                                                                                                                             |
| "Independent Third Parties" | independent third parties not connected with the Directors, substantial Shareholders or chief executive of the Company and its subsidiaries, or any of their respective associates |
| "Listing Rules"             | the Rules Governing the Listing of Securities on the Stock Exchange                                                                                                                |
| "PRC"                       | the People's Republic of China                                                                                                                                                     |
| "Property"                  | Unit 1, 36/F, International Development Finance Building* (國際開發金融大廈) at No.28 Minquan Road, Yuzhong District, Chongqing City, the PRC (中國重慶市渝中區民權路 28 號)                           |
| "Purchaser"                 | Guangzhou Ngai Sog Hing Trading Co. Ltd.* (廣州市毅塑興貿易有限公司), an indirect wholly owned subsidiary of the Company                                                                       |

|                               |                                                                                                                                                   |
|-------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| "RMB"                         | Renminbi, the lawful currency of the PRC                                                                                                          |
| "Sale and Purchase Agreement" | the sale and purchase agreement for commercial residential property (重慶市商品房買賣合同) dated 18th December 2012 between the Purchaser and the Developer |
| "Shareholders"                | holder(s) of Shares                                                                                                                               |
| "Shares"                      | ordinary share(s) of HK\$0.10 each in the share capital of the Company                                                                            |
| "sq.m."                       | square metre(s)                                                                                                                                   |
| "Stock Exchange"              | The Stock Exchange of Hong Kong Limited                                                                                                           |
| "%"                           | per cent.                                                                                                                                         |

*Translation of RMB into HK\$ in this announcement is based on the exchange rate of HK\$1 = RMB0.806. Such exchange rate is for the purpose of illustration only and does not constitute a representation that any amount has been, could have been or may be converted at such or any other rates or at all.*

By order of the Board  
**Hui Sai Chung**  
*Chairman*

Hong Kong, 18th December 2012

*As at the date of this announcement, the Board comprises six Executive Directors, namely Mr HUI Sai Chung (Chairman), Mr HUI Kwok Kwong, Dr WONG Chi Ying, Anthony, Mr LAI Kam Wah, Madam LIU Sau Lai and Mr NG Chi Ming, and three Independent Non-executive Directors, namely Mr HO Wai Chi, Paul, Mr CHAN Dit Lung and Mr CHING Yu Lung.*

*\* For identification purposes only*