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(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 896)

**VOLUNTARY ANNOUNCEMENT
COMPLETION OF THE ACQUISITION AND POSSIBLE DISPOSAL OF
MEE WAH FACTORY BUILDING**

THE ACQUISITIONS

The Board is pleased to announce that on 31 July 2018, the Subsidiary, an indirect wholly-owned subsidiary of the Company, completed a series of acquisitions from various Vendors holding different units of the Properties, together constituting the entire block of building named “Mee Wah Factory Building” located at No.19 Sam Chuk Street and No.1 Tsat Po Street, Kowloon, Hong Kong, for an aggregate consideration of HK\$850,000,000 (collectively the “**Acquisitions**”). The Properties were acquired for industrial building redevelopment for sale and the Acquisitions constitute transactions that are revenue in nature in the ordinary and usual course of the Group’s business.

THE POSSIBLE DISPOSAL

Subsequent to the signing of the various provisional agreements for sale and purchase of the Properties, the Group was approached by a third party with an interest in acquiring the Group’s entire interest in the Target Company, an indirect holding company of the Properties subject to, among other things, the completion of the Acquisitions.

If the Possible Disposal materialises, it will constitute a notifiable transaction of the Company pursuant to the Listing Rules. The Company will comply with the relevant requirements of the Listing Rules if and when the formal agreement in relation to the disposal is signed. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

THE ACQUISITIONS

Mabuchi Agreement

Parties

- (a) Vendor : Mabuchi Industry Company Limited (萬寶至實業有限公司) as vendor of (i) the Ground Floor of the 1st Property; and (ii) the 2nd Property
- (b) Purchaser : the Subsidiary

(1) Provisional Agreement for Sale and Purchase

Date

3 April 2018

(2) Agreement for Sale and Purchase

Date

17 April 2018

LHL Agreement

Parties

- (a) Vendor : Lee Hing Lap Company Limited (李興立有限公司) as vendor of the 1st Floor and 2nd Floor of the 1st Property
- (b) Purchaser : the Subsidiary

(1) Provisional Agreement for Sale and Purchase

Date

23 March 2018

(2) Agreement for Sale and Purchase

Date

23 May 2018

Shiny Pointer Agreement

Parties

(a) Vendor : Shiny Pointer Limited (聯耀有限公司), as vendor of the 3rd Floor and 4th Floor of the 1st Property

(b) Purchaser : the Subsidiary

(1) Provisional Agreement for Sale and Purchase

Date

26 March 2018

(2) Agreement for Sale and Purchase

Date

23 May 2018

BBGL Agreement

Parties

(a) Vendor : Beryl & Bert Group Limited (寶伯特集團有限公司), as vendor of the 5th Floor, 6th Floor and the Roof of the 1st Property

(b) Purchaser : the Subsidiary

(1) Provisional Agreement for Sale and Purchase

Date

23 March 2018

(2) Agreement for Sale and Purchase

Date

23 May 2018

To the best knowledge, information and belief of the Directors, after having made all reasonable enquiries, each of the Vendors and their respective ultimate beneficial owner(s) is a third party independent of and not connected with the Company and its connected persons.

Subject Matter

Collectively constituting the entire block of building known as “Mee Wah Factory Building” located at No.19 Sam Chuk Street and No.1 Tsat Po Street, Kowloon, Hong Kong.

Consideration

The aggregate consideration for the Acquisitions amounts to HK\$850,000,000 in total and was arrived at following arm’s length negotiations with each of the Vendors having regard to the price of comparable units in nearby locations which the Directors believe to be fair and reasonable and in the interest of the Company and its shareholders as a whole. The consideration paid under the Acquisitions was funded by internal sources of the Company.

Completion

Completion of the Acquisitions under the Shiny Pointer Agreement took place on 23 July 2018 and under the remaining Acquisitions Agreements on 31 July 2018.

Information and Intention in relation to the Properties

The Properties were acquired by the Subsidiary with the intention of holding it for industrial building redevelopment for sale. The Acquisitions constitute transactions that are revenue in nature in the ordinary and usual course of the Group’s business.

LATEST DEVELOPMENT AND THE POSSIBLE DISPOSAL

Following the entering into of the various provisional agreements for sale and purchase of the Properties, the Group was approached by a third party with an interest in acquiring the Group’s entire interest in the Target Company, an indirect holding company of the Properties, subject to, among other things, the completion of the Acquisitions.

If the Possible Disposal materialises, it will constitute a notifiable transaction of the Company pursuant to the Listing Rules. The Company will comply with the relevant requirements of the Listing Rules if and when the formal agreement in relation to the disposal is signed. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

INFORMATION ON THE GROUP

The principal business activity of the Company is investment holding. Its subsidiaries are principally engaged in construction, interior and renovation works, supply and installation of building materials, property investment, property development, provision of property agency and management services and sale of health products.

The Subsidiary is a company incorporated in Hong Kong with limited liability and is a direct wholly-owned subsidiary of the Target Company. Its principal business is property development. Immediately after completion of the Acquisition Agreements, the Subsidiary will be the legal and beneficial owner of the Properties.

The Target Company is a company incorporated in the BVI with limited liability and an indirect wholly-owned subsidiary of the Company. Its principal business is investment holding.

DEFINITIONS

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

“1st Property”	all that piece or parcel of ground registered in the Land Registry as Section A of New Kowloon Inland Lot No. 4410 together with the messuages erections and buildings thereon now known as No.1 Tsat Po Street, Kowloon, Hong Kong
“2nd Property”	all that piece or parcel of ground registered in the Land Registry as the Remaining Portion of New Kowloon Inland Lot No. 4410 together with the messuages erections and buildings thereon now known as No.19 Sam Chuk Street, Kowloon, Hong Kong
“Acquisitions”	the acquisition of the Properties pursuant to the Acquisition Agreements
“Acquisition Agreements”	collectively the Mabuchi Agreement, the LHL Agreement, the Shiny Pointer Agreement and the BBGL Agreement
“BBGL”	Beryl & Bert Group Limited (寶伯特集團有限公司), a company incorporated in Hong Kong with limited liability
“BBGL Agreement”	the provisional agreement for sale and purchase dated 23 March 2018 and the sale and purchase agreement dated 23 May 2018 (as amended and supplemented by a supplemental agreement dated 9 July 2018) entered into between BBGL and the Subsidiary in relation to the acquisition of the 5th Floor, 6th Floor and the Roof of the 1st Property
“Board”	the board of Directors
“BVI”	the British Virgin Islands
“Company”	Hanison Construction Holdings Limited (stock code: 896), a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the main board of the Stock Exchange
“connected person”	has the meaning as ascribed under the Listing Rules
“Directors”	the 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 People’s Republic of China

“LHL”	Lee Hing Lap Company Limited (李興立有限公司), a company incorporated in Hong Kong with limited liability
“LHL Agreement”	the provisional agreement for sale and purchase dated 23 March 2018 and the sale and purchase agreement dated 23 May 2018 (as amended and supplemented by a supplemental agreement dated 11 July 2018) entered into between LHL and the Subsidiary in relation to the acquisition of the 1st Floor and 2nd Floor of the 1st Property
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mabuchi”	Mabuchi Industry Company Limited (萬寶至實業有限公司), a company incorporated in Hong Kong with limited liability
“Mabuchi Agreement”	the provisional agreement for sale and purchase dated 3 April 2018 and the sale and purchase agreement dated 17 April 2018 entered into between Mabuchi and the Subsidiary in relation to the acquisition of (i) the Ground Floor of the 1st Property; and (ii) the 2nd Property
“Possible Disposal”	the proposed conditional disposal of the Group’s entire interest in the Target Company
“Properties”	collectively the 1st Property and the 2nd Property, together constituting the entire block of building known as “Mee Wah Factory Building”
“Shiny Pointer”	Shiny Pointer Limited (聯耀有限公司), a company incorporated in Hong Kong with limited liability
“Shiny Pointer Agreement”	the provisional agreement for sale and purchase dated 26 March 2018 and the sale and purchase agreement dated 23 May 2018 entered into between Shiny Pointer and the Subsidiary in relation to the acquisition of the 3rd Floor and 4th Floor of the 1st Property
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subsidiary”	Superb Leading Limited (煌卓有限公司), a company incorporated in Hong Kong with limited liability, a direct wholly-owned subsidiary of the Target Company and the owner of the Properties
“Target Company”	Pleasing Ideal Limited (熙悅有限公司), a company incorporated in the BVI with limited liability
“Vendors”	collectively BBGL, LHL, Mabuchi and Shiny Pointer

By order of the Board
Hanison Construction Holdings Limited
Wong Sue Toa, Stewart
Managing Director

Hong Kong, 31 July 2018

As at the date of this announcement, the Board comprises:

Non-executive Chairman

Mr. Cha Mou Sing, Payson

Non-executive Director

Mr. Cha Mou Daid, Johnson

Executive Directors

Mr. Wong Sue Toa, Stewart (*Managing Director*)

Mr. Tai Sai Ho (*General Manager*)

Mr. Lo Kai Cheong

Independent Non-executive Directors

Mr. Chan Pak Joe

Dr. Lau Tze Yiu, Peter

Dr. Sun Tai Lun