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佳明
GRAND MING
GRAND MING GROUP HOLDINGS LIMITED
佳明集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1271)

**VOLUNTARY ANNOUNCEMENT
ACQUISITION OF LAND**

This announcement is made by the Company on a voluntary basis to update the shareholders and potential investors of the Company about the business development of the Group.

THE ACQUISITIONS

The board of directors (the “**Board**”) of the Company is pleased to announce that:

- (i) On 23 June 2020, Purchaser A, an indirect wholly-owned subsidiary of the Company, entered into the Provisional Agreement with Vendor A, whereby Vendor A has agreed to sell, and Purchaser A has agreed to acquire Land A for a consideration of HK\$168,000,000.

The consideration was arrived at arm’s length negotiation between Purchaser A and Vendor A, having taken into account the offer prices of comparable lands in nearby location.

As at the date of this announcement, HK\$4,800,000 has been paid to Vendor A in cash as a deposit and in part payment of the consideration upon signing of the Provisional Agreement. HK\$12,000,000 shall be payable by Purchaser A to Vendor A as further deposit on or before 10 July 2020. HK\$151,200,000, being the remaining balance of the consideration, shall be payable by Purchaser A to Vendor A upon the completion of the acquisition of Land A. The consideration will be settled by the Group’s internal resources and/or bank borrowings.

Completion of the acquisition of Land A is expected to take place on or before 30 September 2020.

- (ii) On 30 June 2020, Purchaser B, an indirect wholly-owned subsidiary of the Company, entered into an Agreement with Vendor B, whereby Vendor B has agreed to sell, and Purchaser B has agreed to acquire Land B for a consideration of HK\$188,000,000.

The consideration was arrived at arm’s length negotiation between Purchaser B and Vendor B, having taken into account the offer prices of comparable lands in nearby location.

As at the date of this announcement, HK\$18,800,000 had been paid to Vendor B in cash as a deposit and in part payment of the consideration upon signing of the Agreement. HK\$169,200,000, being the remaining balance of the consideration, shall be payable by Purchaser B to Vendor B upon the completion of the acquisition of Land B. The consideration will be settled by the Group's internal resources and/or bank borrowings.

Completion of the acquisition of Land B is expected to take place on or before 30 September 2020.

INFORMATION OF THE VENDORS

Vendor A is a company incorporated in Hong Kong with limited liability and the registered owner of Land A.

Vendor B is a company incorporated in Hong Kong with limited liability and the registered owner of Land B.

To be best knowledge, information and belief of the Directors, having made all reasonable enquiries, (i) each of Vendor A and Vendor B and their ultimate beneficial owners is an Independent Third Party; and (ii) Vendor A and Vendor B are independent of each other.

INFORMATION OF THE GROUP AND THE PURCHASERS

The Group is principally engaged in the business of building construction, development and leasing of high-tier data centres and property development.

Each of the Purchaser A and Purchaser B is a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company. Purchaser A and Purchaser B will be the registered owner of Land A and Land B respectively after the completion of the Acquisitions.

REASON FOR THE ACQUISITIONS

The Group currently owns and operates two high-tier data centres, namely iTech Tower 1 and iTech Tower 2, which were self-developed for leasing purposes. iTech Tower 1 was developed through acquisition and conversion of an existing industrial building, whilst iTech Tower 2 was developed by acquiring a piece of land and constructing a brand new data centre building thereon. With a view to enhance the data centre leasing business, the Group had been actively seeking new sites (either greenfield land or existing industrial buildings) for the establishment of new data centres.

The Directors consider that the Acquisitions are in line with the Group's business strategy and usual course of its business. Upon completion of the Acquisitions, the Group plans to develop both Land A and Land B into two high-tier data centres for leasing purposes. The Acquisitions provide valuable opportunity for the Group to expand the earning base of data centre leasing segment in its ordinary course of business. The Directors further believe that once developed, the Acquisitions will strengthen and enhance the assets portfolio of the Group's data centre leasing business.

The Directors consider that the terms of the Acquisitions are on normal commercial terms and are fair and reasonable and in the interests of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

The Acquisitions are of revenue nature in the ordinary and usual course of business of the Group and do not constitute notifiable transactions of the Group under Chapter 14 of the Listing Rules.

DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

“Acquisitions”	the acquisition of Land A and the acquisition of Land B
“Agreement”	the sale and purchase agreement entered into between Purchaser B and Vendor B in relation to the acquisition of Land B
“Company”	Grand Ming Group Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the securities of which are listed on the main board of The Stock Exchange of Hong Kong Limited
“Directors”	directors of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Independent Third Party”	a party and, if applicable, the ultimate beneficial owner(s) of the party who is not or are not the Group’s connected person(s) within the meaning ascribed under the Listing Rules
“Land A”	All that piece or parcel of ground located at 3 On Kui Street, Fanling, New Territories, Hong Kong and registered in the Land Registry as The Remaining Portion of Section 40 of Lot No.4433 in Demarcation District No. 51 and The Remaining Portion of Section 41 of Lot No. 4433 in Demarcation District No.51, North, New Territories, Hong Kong, with a site area of approximately 17,900 square feet
“Land B”	All that piece or parcel of ground located at 7 On Fuk Street, Fanling, New Territories, Hong Kong and registered in the Land Registry as The Remaining Portion of Section 109 of Lot No.4433 in Demarcation District No. 51 and The Remaining Portion of Section 110 of Lot No. 4433 in Demarcation District No.51, North, New Territories, Hong Kong, with a site area of approximately 19,100 square feet
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Provisional Agreement”	the provisional agreement for sale and purchase entered into between Purchaser A and Vendor A in relation to the acquisition of Land A

“Purchaser A” Regal Development Limited, a company incorporated in Hong Kong with limited liability, and an indirect wholly-owned subsidiary of the Company

“Purchaser B” Golden Ford Limited, a company incorporated in Hong Kong with limited liability, and an indirect wholly-owned subsidiary of the Company

By Order of the Board
Grand Ming Group Holdings Limited

Chan Hung Ming
Chairman and Executive Director

Hong Kong, 30 June 2020

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

Executive Directors:

Mr. Chan Hung Ming
Mr. Lau Chi Wah
Mr. Yuen Ying Wai
Mr. Kwan Wing Wo

Independent Non-Executive Directors:

Mr. Tsui Ka Wah
Mr. Kan Yau Wo
Mr. Mok Kwai Pui Bill
Mr. Lee Chung Yiu Johnny