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SOUTHEAST ASIA PROPERTIES & FINANCE LIMITED

華信地產財務有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 252)

DISCLOSEABLE TRANSACTION

An agreement was entered into on 17th September, 2004 by a wholly-owned subsidiary of the Company, namely, Top Epoch Limited, as the purchaser, with Helen of Troy (Far East) Limited as the vendor, pursuant to which the vendor has agreed to sell to Top Epoch Limited Units 406, 407, 408, 409 and 410 and the corridor on the 4th Floor, Tower 2, Silvercord, No. 30 Canton Road, Tsimshatsui, Kowloon, Hong Kong erected on all that piece or parcel of land registered as Kowloon Inland Lot No. 10656 at a total consideration of HK\$52.3 million.

The transaction constitutes a discloseable transaction of the Company under Chapter 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. A circular in connection with the transaction will be dispatched to the shareholders of the Company as soon as practicable.

DETAILS OF THE AGREEMENT (the "Agreement")

Agreement date : 17th September, 2004

Parties : Helen of Troy (Far East) Limited (the "**Vendor**"), a company registered in Hong Kong, as the vendor.

Top Epoch Limited ("**TEL**"), a company registered in Hong Kong, which is a wholly-owned subsidiary of Southeast Asia Properties & Finance Limited ("**SAP**" or the "**Company**", together with its subsidiaries referred to as the "**SAP Group**"), as the purchaser.

Property acquired : Units 406, 407, 408, 409 and 410 and the corridor on the 4th Floor, Tower 2, Silvercord, No. 30 Canton Road, Tsimshatsui, Kowloon, Hong Kong ("**Silvercord**") with a total gross floor area of approximately 11,811 square feet erected on all that piece or parcel of land registered as Kowloon Inland Lot No. 10656 (the "**Property**").

Consideration and payment terms:

The total amount of consideration for the Property is HK\$52.3 million which is to be satisfied in cash. Upon the signing of the Agreement, TEL has paid a deposit of HK\$2.615 million, being 5% of the purchase price, to the Vendor's solicitors to hold as stakeholders. A further deposit of HK\$2.615 million, also being 5% of the purchase price, shall be paid to the Vendor's solicitors to hold as stakeholders on or before 5th October, 2004. The balance of the purchase price shall be paid on completion, which shall take place on 1st December, 2004.

INFORMATION ON THE PROPERTY

The Property, which is the subject of the transaction under the Agreement (the "**Transaction**"), is currently vacant.

Under the conditions of the land grant, the Property is for office use.

The Company has appointed an independent valuer, namely, DTZ Debehm Tie Leung Limited ("**DTZ**"), to assess the value of the Property. DTZ stated in its valuation report dated 7th September, 2004 that it was of the opinion that the Property had an open market value of HK\$57 million.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The head office of SAP Group is now situated on the first floor, second floor, third floor and fourth floor of Dragon House in Tsimshatsui, Kowloon, Hong Kong, which was built about 40 years ago. The directors of the Company believe that the acquisition of a suitable premises to be used as SAP Group's new head office is a requisite for the smooth operation of its businesses.

The Property comprises five unpartitioned offices located in a building which is situated on the east side of Canton Road at its junction with Haiphong Road in Tsimshatsui. The immediate locality is characterized by a mixture of modern office towers, composite buildings and hotels. Mass Transit Railway Tsimshatsui Station and other public transport facilities are within easy reach of the Property. The present established character of the locality is unlikely to change much in the foreseeable future. In view of the above, the Property should have good marketability if the investment is to be disposed of in future. Moreover, the Property is now acquired at a reasonable price.

The directors of the Company are of the view that the Property not only meets the requirements of SAP Group for use as its head office but is also a viable investment, which will broaden the asset base of the SAP Group. The directors of the Company believe that the terms of the Transaction are fair and reasonable and in the interests of the shareholders of the Company as a whole.

GENERAL

The Transaction was entered into on an arm's length and willing-buyer and willing-seller basis after taking into account of the transacted prices of other office units in Tower 1 and Tower 2 of Silvercord sold with vacant possession during the recent four-month period.

The principal business activities of the SAP Group are investment holding and property investment and the Vendor is a property owner. As at the date of this announcement, the board of directors of SAP comprises Mr. Chua Nai Tuen, Mr. Chua Nai King, Mr. Se Ying Kin, Mr. Siy Yap, Mr. Jimmy Siy Tiong, Mr. Luis Chua, Mr. Rene Siy Chua, Mr. Tsai Han Yung, Mr. Chan Man Hon, Eric and Mr. James L. Kwok.

To the best of the knowledge, information and belief of the directors of SAP having made all reasonable enquiry, the Vendor and the ultimate beneficial owner of the Vendor are third parties independent of SAP and not connected persons of SAP.

REGULATORY ASPECTS

The Transaction constitutes a discloseable transaction for the Company under Chapter 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. A circular containing further information relating to the Transaction will be dispatched by the Company to its shareholders as soon as practicable.

By Order of the Board
Chua Nai Tuen
Chairman & Managing Director

Hong Kong, 17th September, 2004

Please also refer to the published version of this announcement in The Standard.