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華廈置業有限公司
WAH HA REALTY COMPANY LIMITED

WAH HA REALTY COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 278)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting (the “General Meeting”) of Wah Ha Realty Company Limited (the “Company”) will be held at Room 2500, Dominion Centre, 43-59 Queen’s Road East, Wanchai, Hong Kong on Tuesday, 6 February 2018 at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT**

the sale and purchase agreement dated 13 December 2017 (the “Sale and Purchase Agreement”) entered into among the Company and E. Tung Properties Limited (“E. Tung”) (collectively as vendors) and Aik San Realty Limited (as purchaser) for the sale and purchase of 5,000 ordinary shares of the issued share capital of Eastern Tailor Enterprises Limited (the “Sale Shares”) at the consideration of HK\$418,036,092.50 (subject to adjustments required to be made based on the audited completion accounts of Eastern Tailor Enterprises Limited as at completion of the sale and purchase of the Sale Shares as prescribed in the Sale and Purchase Agreement) (a copy of the Sale and Purchase Agreement is marked “A” and produced to the General Meeting and signed by the chairman of the General Meeting for identification purpose) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and any one director of the Company is hereby authorized for and on behalf of the Company to execute all such documents (under the common seal of the Company where appropriate) and to do all such acts or things as each such director may in his absolute discretion considers necessary, appropriate, desirable or expedient to give effect to or otherwise in connection with the Sale and Purchase Agreement and the transactions contemplated thereunder.”

By Order of the Board

WAH HA REALTY COMPANY LIMITED

CHEUNG Kee Wee

Chairman and Executive Director

Hong Kong, 22 January 2018

Notes:

- (1) A proxy form for use at the General Meeting is enclosed with the circular of the Company dated 22 January 2018. It can also be downloaded from the Company's website at www.wahha.com under "Investor Relations".
- (2) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of any officer, attorney or other person authorised to sign the same.
- (3) Any shareholder of the Company entitled to attend and vote at the General Meeting shall be entitled to appoint one or more than one proxy to attend and vote instead of him. A proxy needs not be a shareholder of the Company but must attend the General Meeting in person to represent him.
- (4) In order to be valid, the proxy form duly completed and signed in accordance with the instructions printed thereon, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or authority must be returned to the Company's registered office at Room 2500, Dominion Centre, 43-59 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event, not less than 48 hours before the time appointed for holding the General Meeting or any adjourned meeting thereof (as the case may be).
- (5) The Register of Members of the Company will be closed from Friday, 2 February 2018 to Tuesday, 6 February 2018, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the General Meeting, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the share registrar of the Company, Hongkong Managers and Secretaries Limited at Units 1607-8, 16th Floor, Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong, no later than 4:00 p.m. on Thursday, 1 February 2018.
- (6) Completion and return of the proxy form will not preclude a shareholder of the Company from attending and voting in person at the General Meeting or at any adjourned meeting (as the case may be) if the shareholder so wishes. In such event, the proxy form will be deemed to be revoked.
- (7) Where there are joint registered holders of any share of the Company, any one of such joint registered holders may vote at the meeting either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint registered holders are present at the meeting personally or by proxy, that one of the said person so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

As at the date of this announcement, the Board comprises Messrs Cheung Kee Wee, Cheung Lin Wee and Cheung Ying Wai, Eric as Executive Directors, Mr. Ng Kwok Tung as Non-executive Director and Messrs Lam Hon Keung, Keith, Chan Woon Kong and Au-Yang Cheong Yan, Peter as Independent Non-executive Directors.