

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



*(incorporated in the Cayman Islands with limited liability)*

(Stock Code: 3828)

## **DISCLOSEABLE TRANSACTION**

The Board is pleased to announce that the Company decided to build a laundry plant in Changshu City, Jiangsu Province, the PRC at an expected total investment of US\$10 million (equivalent to approximately RMB68.3 million).

Since the applicable percentage ratio is more than 5% but less than 25%, the Project constitutes a discloseable transaction under the Listing Rules.

## **PROJECT DETAILS**

The Company decided to build a laundry plant in Changshu City, Jiangsu Province of the PRC at an expected total investment of US\$10 million (equivalent to approximately RMB68.3 million) (the “Project”).

### **Agreement**

On 16 July 2009, Rich Top, a wholly owned subsidiary of the Company, entered into a project investment agreement with the Management Committee. Under the agreement, Rich Top agreed to bid for the Land Use Rights for the Project. If Rich Top’s bid is successful, a formal sale and purchase agreement in relation to the Land Use Rights will be entered into. To the best of the director’s knowledge, information and belief having made all reasonable inquiry, the Management Committee is a third party independent of the Company and connected persons of the Company.

### **Project Company**

The Project will involve the Company setting up a WOFE in the PRC. The registered capital of the WOFE is expected to be US\$10 million (equivalent to approximately RMB68.3 million). The WOFE will be wholly owned by the Company upon its establishment. The Group will contribute all the registered capital of the WOFE in cash or in kind in accordance with the applicable laws and regulations. The contribution will be funded by the Group’s internal resources.

\* *For identification only*

### **Use of total investment**

The Project will also involve construction of the laundry plant and purchases of Laundry Machinery from various vendors (which are expected to be third parties not connected with the Company and connected persons of the Company). In addition to the purchase price of the Land Use Rights which is expected to be approximately RMB4 million (subject to results of the auction), the expenditure of the construction cost and the purchases of the Laundry Machinery is expected to be RMB61.5 million.

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

Since the applicable percentage ratio is more than 5% but less than 25%, the Project constitutes a discloseable transaction under the Listing Rules.

### **REASONS AND BENEFITS OF THE PROJECT**

The Group is principally engaged in supplying and manufacturing amenity products and accessories to internationally recognized or branded operators in the hotel, hospitality and travel industries. As an extension of the existing business, the Project will enable the Group to better service its hotel customers and as a result to strengthen relationship with the customers. The Directors are of the view that the Project is beneficial to the expansion of the business of the Group and in the interests of the Shareholders as a whole.

### **DEFINITIONS**

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

“Board”	the board of Directors
“Company”	Ming Fai International Holdings Limited, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the main board of the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s) and cent(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Land Use Rights”	the land use rights of a piece of industrial land of 20,668 m <sup>2</sup> (subject to actual measurement) located in Changshu City, Jiangsu Province, the PRC, for a period of 50 years

“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Machinery”	laundry machinery and equipment
“Management Committee”	Management Committee of Economic Development Area of Changshu City Jiangsu Province (江蘇常熟經濟開發區管理委員會)
“PRC”	the People’s Republic of China
“Project”	has the meaning ascribed to it in the first paragraph of the main body of this announcement
“Rich Top”	Rich Top Development Limited 富大發展有限公司, a company incorporated in Hong Kong with limited liability
“RMB”	Renminbi yuan, the lawful currency of the PRC
“Shares”	ordinary shares with a nominal value of HK\$0.01 each in the capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollar(s), the lawful currency of the United States
“WOFE”	常熟明輝旅遊用品有限公司 (tentative name), a wholly foreign owned enterprise to be set up by the Group in the PRC and to be a wholly owned subsidiary of the Company upon its establishment

Hong Kong, 16 July 2009

By order of the Board  
**Ming Fai International Holdings Limited**  
**CHING Chi Fai**  
*Chairman*

*As at the date of this announcement, the executive Directors are Mr. CHING Chi Fai, Mr. CHING Chau Chung, Mr. CHING Chi Keung, Mr. LIU Zigang, Mr. LEE King Hay and Ms. CHAN Yim Ching; the non-executive Director is Mr. NG Bo Kwong; and the independent non-executive Directors are Mr. SUN Kai Lit, Cliff BBS, JP, Mr. HUNG Kam Hung Allan and Mr. MA Chun Fung Horace.*