



**K. WAH INTERNATIONAL HOLDINGS LIMITED**  
**嘉華國際集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 173)**

**DISCLOSURE PURSUANT TO RULES 13.13 AND 13.16  
OF THE LISTING RULES ON ADVANCES/ FINANCIAL ASSISTANCE  
AND GUARANTEES TO AN ENTITY AND AFFILIATED COMPANIES**

The Company announces that the amount of advances/financial assistance given to, and guarantees given for the loan facilities granted to, entity and affiliated companies by the Company in aggregate exceeds 8% of the total assets of the Company. In accordance with the requirements under Rules 13.13 and 13.16 of the Listing Rules, the Company announces the details of such advances/financial assistance and guarantees it has given to affiliated companies.

Reference is made to the announcement made by the Company dated 12 November 2007 pursuant to Chapter 14 of the Listing Rules ("*JV Announcement*"). Terms defined in *JV Announcement* have the same meaning when used in this announcement, unless otherwise stated. The JV Company (being Homeast Limited) is an affiliated company of the Company. On 23 April 2008, Teamer (the wholly-owned subsidiary of Homeast Limited) has executed the facility agreement and security documents in relation to the loan facilities for the total amount of HK\$4,655,000,000 under which the Company (on several and pro rata basis) has provided corporate guarantee and entered into funding agreement and Wealthy Vision (an indirect wholly-owned subsidiary of the Company) has entered into subordination agreement with lenders for the purpose of developing the Land. It is expected that Teamer will draw on the bank facilities on 28 April 2008.

As at the date of this announcement and in addition to the financial assistance to affiliated companies which the Company announced on 17 December 2007, the amount of advance to an entity, and the financial assistance and guarantee given for loan facilities granted to respective wholly-owned subsidiaries of the affiliated companies of the Company named in the first column in the table below, together, amount to HK\$5,492,450,500 in aggregate (representing (approximately) 35% of the total assets of the Company). The table below sets forth the details and information required by Rules 13.15 and 13.16 of the Listing Rules:

Name of affiliated companies	Company's % equity interest in the affiliated companies	Amount of loan facilities made available by lenders to the affiliated companies /respective borrowers	Amount guaranteed by the Company	Amount of committed capital injection to the affiliated companies/ respective borrowers	Execution/ Drawdown dates of the loan facilities	Amount utilized by affiliated companies/ respective borrowers	Final maturity date of the loan facilities
		HK\$	HK\$	HK\$		HK\$	
Full Raise International Limited/ Ace Glory Limited (as borrower)	25%	3,100,000,000	775,000,000	437,500,000	23 May 2007 (execution) 30 May 2007 (drawdown)	1,750,000,000 (50% land premium) and 1,000,000 (part construction cost)	the earlier of (a) 23 May 2011 and (b) the date falling 6 months after the issuance of the Certificate of Compliance by the Director of Lands ("Certificate")
Nimble Limited/ Union King (Hong Kong) Limited (as borrower)	15%	3,000,000,000	450,000,000	301,450,500	31 May 2007 (execution) 5 June 2007 (drawdown)	2,000,000,000 (50% land premium) and 1,000,000 (part construction cost)	the earlier of (a) 31 May 2011 and (b) the date falling 6 months after the issuance of the Certificate
Garwin Investment Limited/ Pacific Bond Limited (as borrower)	15%	3,725,000,000	558,750,000	341,250,000	17 December 2007 (execution) 24 December 2007 (drawdown)	2,275,000,000 (50% land premium) and 1,000,000 (part construction cost)	the earlier of (a) 48 months from the date of facility agreement and (b) the date falling 6 months after the issuance of the Certificate
Homeast Limited/ Teamer International Limited (as borrower)	35%	4,655,000,000	1,629,250,000	999,250,000	23 April 2008 (execution) 28 April 2008 (expected drawdown)	2,855,000,000 (50% land premium) and 1,000,000 (part construction cost)	the earlier of (a) 48 months from the date of facility agreement and (b) the date falling 6 months after the issuance of the Certificate
<b>Total</b>			<b>3,413,000,000</b>	<b>2,079,450,500</b>		<b>8,884,000,000</b>	

All the above loan facilities:

- are secured by (among others) respective guarantees and funding agreements for project cost overrun (with completion guarantee) by the Company (on several basis and pro rata to the Company's equity interest in the relevant affiliated company) and subordination agreements in respect of the indebtedness by the wholly-owned subsidiaries of the Company in favor of the relevant group of lenders; and
- carry interest which is at normal commercial rate after arm's length negotiation with the lenders.

The respective capital injections (unsecured and on several basis and pro rata to the Company's equity interest in the relevant affiliated company) are funded from the internal resources of the Group by way of shareholder's advances.

The Company will continue to monitor the financial assistance to affiliated companies, and will comply with any further disclosure requirements (if necessary) and the relevant continuing disclosure requirements in Chapter 13 of the Listing Rules for so long as the circumstances giving rise to such disclosure obligation continue to exist.

*As at the date of this announcement, the Executive Directors are Dr. Che-woo Lui (Chairman), Mr. Francis Lui Yiu Tung, Mr. Eddie Hui Ki On, Mr. Lennon Lun Tsan Kau and Ms. Paddy Tang Lui Wai Yu; the Non-executive Directors are Mr. Michael Leung Man Kin and Dr. Philip Wong Kin Hang; and the Independent Non-executive Directors are Sir David Akers-Jones, Dr. The Hon. Leo Lee Tung Hai, Dr. Robin Chan Yau Hing, Dr. Charles Cheung Wai Bun, and Mr. Robert George Nield.*

By Order of the Board of  
**K. Wah International Holdings Limited**  
**Ricky Chan Ming Tak**  
*Company Secretary*

Hong Kong, 23 April 2008