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SEA HOLDINGS LIMITED
爪哇控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 251)

**DISCLOSEABLE TRANSACTION RELATING
TO THE DISPOSAL OF PROPERTIES IN TAKAPUNA, AUCKLAND**

The Board of Directors of the Company announces that, it has been advised by TTP on 10th June 2004 that, two wholly-owned subsidiaries of TTP have entered into three conditional sale and purchase agreements with the Purchaser for the sale of various properties in Takapuna, Auckland, New Zealand for a total consideration of NZ\$30.0 million (HK\$146.5 million) on 5th May 2004 and that the transaction would be announced in New Zealand on 11th June 2004. After the signing of the Agreements, the Purchaser is entitled to conduct due diligence investigation into the properties and entitled unconditionally, to terminate the Agreement if it were not satisfied with the results of its due diligence. On 2nd June 2004, the Purchaser advised TTP that it was satisfied with the results of its due diligence and that the Agreements became unconditional.

TTP, a 61.31% subsidiary of the Company, is separately managed by its own board of directors and operate independently of the Company.

Disposal of the properties constitutes a discloseable transaction of the Company under the Listing Rules. Accordingly, the disposal is subject to disclosure requirements as set out in Chapter 14 of the Listing Rules.

The Company will send a circular setting out further details of the disposal to each shareholder and warrant holder of the Company as soon as practicable.

DETAILS OF THE DISPOSAL

Date of the Agreements:	5th May 2004
Purchaser:	An independent individual third party not connected with the directors, chief executive or substantial shareholders of the Company or any of its subsidiaries or an associate of any of them (as defined in the Listing Rules).
Vendors:	NZGP (Northern Region) Limited and Sallet Properties Limited
Particulars of the assets being disposed:	1-7 The Strand building and two adjoining sites for commercial and retail use in Takapuna, Auckland
Aggregate Consideration:	<p>NZ\$30.0 million (HK\$146.5 million) in cash, of which NZ\$1.0 million (HK\$4.9 million) has already been paid and the balance NZ\$29.0 million (HK\$141.6 million) will be paid in two tranches as follows:—</p> <ul style="list-style-type: none">— NZ\$26.0 million (HK\$126.9 million) shall be paid on 2nd September 2004 ; and— NZ\$3.0 million (HK\$14.7 million) shall be paid on 2nd October 2004.
Conditions Precedents:	All the conditions precedent have been fulfilled and the Agreements have become unconditional on 2nd June 2004.
Other Material Term:	The Property will be sold unencumbered subject to tenancies.
Final Completion Date:	2nd October 2004

After deducting related costs and expenditures, the Group expects to realise net proceeds from the disposal of NZ\$29.5 million (HK\$144.0 million).

The consideration for the disposal of the Property has been arrived at after arm's length negotiation between TTP and the Purchaser. The consideration is close to TTP's book value as at 31st December 2003 of NZ\$30.0 million (HK\$146.5 million) and the valuation performed by an independent valuer as at 31st December 2003 of NZ\$30.2 million (HK\$147.4 million). The TTP Board considers that the consideration is fair and reasonable and the disposal is in the interests of the TTP Group and its shareholders. The Board concurs with the views of the TTP Board and considers that the disposal is in the interests of the Group and its shareholders as a whole.

To the best of the Directors' knowledge, information and belief, having made due enquiry, the Purchaser is an independent third party and not connected with the directors, chief executive or substantial shareholders of the Company or any of its subsidiaries or an associate of any of them (as defined in the Listing Rules).

The Property's net rental income for the year ended 31st December 2003 was NZ\$2.4 million (HK\$11.7 million) delivering a yield of 8.0% based on the book value of the Property as at 31st December 2003 of NZ\$30.0 million (HK\$146.5 million).

EFFECTS OF THE DISPOSAL

Unaudited net operating profit after deducting operating expenses and finance costs derived from the Property were NZ\$0.7 million (HK\$3.4 million) and NZ\$1.4 million (HK\$6.8 million) for the two financial years ended 31st December 2002 and 31st December 2003 respectively. This represents 2.2% of the Company's audited consolidated profit before taxation for the financial year ended 31st December 2003 of HK\$308.6 million (the comparative figure for the year ended 31st December 2002 was a deficit of HK\$316.2 million).

REASONS FOR THE DISPOSAL AND USE OF PROCEEDS

The Company's Board concurs with TTP board that the disposal is in line with the Group's strategy in disposing the property where it believes added value cannot be achieved and continue to build its cash reserves for investing in investments with higher risk and higher return.

Part of the net proceeds of the disposal of NZ\$29.5 million (HK\$144.0 million) will be used by the TTP Board to repay bank loans of NZ\$13.1 million (HK\$64.0 million) and the remaining proceeds will be used for internal working capital.

INFORMATION ABOUT THE COMPANY AND TTP

The Company is an investment holding company listed on the HKSE. The activities of its principal subsidiaries are investment holding, property and asset management, garment manufacturing and trading and property investment and development in Hong Kong, China and, through TTP, in New Zealand and Australia.

TTP is an investment holding company listed on the NZX. TTP's principal activities are property investment and development in New Zealand and Australia.

GENERAL

As the consideration for the disposal of the Property represents more than 5% of the market capitalisation of the Group for the last five trading days prior to the date of the Agreements become unconditional, the disposal of the Property constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

As at the date of this announcement, the Directors are as follows:—

Executive directors:

Lu Wing Chi, Lu Wing Yuk Andrew, Lu Wing Lin, Lincoln Lu and Lambert Lu

Non-executive director:

Lu Yong Lee

Independent non-executive directors:

Walujo Santoso Wally and Leung Hok Lim

The Company will send a circular setting out further details of the disposal to each shareholder and warrant holder of the Company as soon as practicable.

DEFINITIONS

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

“Agreements”	collectively the three sale and purchase agreements for the sale and purchase of the Property, each dated 5th May 2004 entered into between (i) the Vendors and (ii) the Purchaser;
“Board”	the Board of Directors of the Company;
“Company”	S E A Holdings Limited, a company incorporated in Bermuda with limited liability whose shares and warrants are listed on HKSE;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollars;
“HKSE”	the Stock Exchange of Hong Kong Limited;

“Listing Rules”	the Rules Governing the Listing of Securities on HKSE;
“NZ\$”	New Zealand dollars;
“NZX”	New Zealand Exchange Limited;
“Property”	The property located at 1-7 The Strand building and two adjoining sites in Takapuna, Auckland;
“Purchaser”	an independent individual third party not connected with the directors, chief executive or substantial shareholders of the Company or any of its subsidiaries or an associate of any of them (as defined in the Listing Rules);
“TTP”	Trans Tasman Properties Limited, a company incorporated in New Zealand with limited liability;
“TTP Board”	the Board of Directors of TTP;
“TTP Group”	TTP and its subsidiaries;
“Vendors”	NZGP (Northern Region) Limited and Sallet Properties Limited, both are wholly-owned subsidiaries of TTP.

Note: Exchange rate used in this announcement NZ\$1 = HK\$4.8824

By Order of the Board
JENIFER SIN
Company Secretary

Hong Kong, 16th June 2004

* *For identification purpose only*

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