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## **GOLDBOND GROUP HOLDINGS LIMITED**

### **金榜集團控股有限公司**

*(incorporated in Hong Kong with limited liability)*

**(Stock code: 0172)**

## **CONTINUING CONNECTED TRANSACTIONS**

Further to the Company's announcement made on 19 April 2005 in relation to the Principal Lease which constituted continuing connected transaction of the Company under the Listing Rules, the Board announce that, on 28 April 2006, Rongzhong, as tenant, and Wah Link, as landlord, entered into the Rongzhong Lease pursuant to which Wah Link agreed to lease certain areas on the 19th floor at Tower One of Lippo Centre, 89 Queensway, Hong Kong to Rongzhong for its use as office for a term of two years.

Since Rongzhong is a non wholly-owned subsidiary of the Company and Wah Link is owned as to 51% by a family member of Mr. Wong and as to 49% by the spouse of Mr. Wong, the Rongzhong Lease constitutes continuing connected transaction of the Company under the Listing Rules for Wah Link being a connected person of the Company.

Given the annual rental payable by the Group to Wah Link under the Principal Lease and Rongzhong Lease represents less than 25% of the applicable percentage ratios of the Company, as defined in the Listing Rules, and is less than HK\$10,000,000, the Rongzhong Lease will be subject to reporting and annual review requirements under the Listing Rules and does not require independent shareholders' approval.

### **Rongzhong Lease dated 28 April 2006**

Parties: Wah Link as the landlord  
Rongzhong as the tenant

Premises: Certain areas of approximately 623 square feet located at Unit 1905-6, 19/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong (the "Premises")

Term: Two years commencing from 1 May 2006 to 30 April 2008 (both dates inclusive)

Rental: HK\$22,000 a month, exclusive of management fees, rates, government rent and operating expenses, payable in advance, which is determined with reference to the current market rent of the Premises as assessed by an independent property valuer

As announced on 19 April 2005, the Company is currently leasing from Wah Link a unit on the 39th floor at Tower One of Lippo Centre, 89 Queensway, Hong Kong as its office at a monthly rental of HK\$68,000 (exclusive of management fees, rates, government rent and operating expenses) for a term of two years commencing from 24 April 2005 to 23 April 2007 (both dates inclusive) by entering into the Principal Lease. The Principal Lease constituted a continuing connected transaction of the Company for Wah Link is owned as to 51% by a family member of Mr. Wong and as to 49% by the spouse of Mr. Wong and therefore a connected person of the Company. Since Rongzhong is a non wholly-owned subsidiary of the Company, the entering into the Rongzhong Lease also constituted continuing connected transaction of the Company under the Listing Rules.

Based on the foregoing, the annual rental payable by the Group under both the Rongzhong Lease and the Principal Lease for each of the financial year ending 31 March 2007 and 2008 will be less than HK\$1,080,000 which is also the annual cap for the continuing connected transactions of the Company for the aforesaid two financial years.

The Group is principally engaged in property development and investment and provision of financial services in Hong Kong and The People's Republic of China. Wah Link is principally engaged in property investment.

The Board (including the independent non-executive directors) considers that the Rongzhong Lease was entered into in the ordinary and usual course of business of the Group, and terms as contained therein, are on normal commercial terms, fair and reasonable and are in the interests of the Company's shareholders as a whole.

Given the annual rental payable by the Company under both the Rongzhong Lease and the Principal Lease represents less than 25% of the applicable percentage ratios of the Company, as defined in the Listing Rules, and is less than HK\$10,000,000, pursuant to Rule 14A.34 of the Listing Rules, the Rongzhong Lease is only subject to reporting, announcement and annual review requirements under the Listing Rules and does not require independent shareholders' approval.

## Definitions

“associates”	has the same meaning as ascribed thereto under the Listing Rules
“Board”	the board of Directors
“Company”	Goldbond Group Holdings Limited
“Director(s)”	the director(s) of the Company
“Principal Lease”	the lease of Unit 3901, 39/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Mr. Wong”	Mr. Wong Yu Lung, Charles, a Director

“Rongzhong”	Rongzhong Group Limited, a non wholly-owned subsidiary of the Company
“Rongzhong Lease”	the lease of certain areas in Unit 1905-6, 19/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong
“Wah Link”	Wah Link Investments Limited, a company owned as to 51% by a family member of Mr. Wong and as to 49% by the spouse of Mr. Wong
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent.

By order of the Board  
**Wong Yu Lung, Charles**  
*Chief Executive Officer*

Hong Kong, 28 April 2006

*As at the date of this announcement, the Board comprised Mr. Wong Yu Lung, Charles, Mr. Lan Ning, Mr. Kee Wah Sze and Mr. Ding Chung Keung, Vincent (executive Directors), Mr. Ip Yin Wah, Mr. Ma Ho Fai JP and Mr. Melvin Jitsumi Shiraki (independent non-executive Directors).*

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