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## **GOLDBOND GROUP HOLDINGS LIMITED**

**金榜集團控股有限公司**

**(the “Company”)**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 172)**

### **CONTINUING CONNECTED TRANSACTION**

On 18 April 2005, the Company, as tenant, and Wah Link Investments Limited (“Wah Link”), as landlord, entered into a tenancy agreement (the “Tenancy Agreement”) pursuant to which Wah Link agreed to lease a unit in Lippo Centre to the Company for a term of two years (the “Lease”).

Wah Link is owned as to 51% by a family member of Mr. Wong Yu Lung, Charles (“Mr. Wong”), a director of the Company, and as to 49% by the spouse of Mr. Wong. Wah Link is a connected person of the Company by virtue of it being an associate of Mr. Wong under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and the Lease constitutes a continuing connected transaction of the Company under Rule 14A.14 of the Listing Rules.

Given the annual rental payable by the Company under the Tenancy Agreement 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 Lease is only subject to reporting, announcement and annual review requirements under the Listing Rules and does not require independent shareholders’ approval.

### **THE TENANCY AGREEMENT DATED 18 APRIL 2005**

- Parties:** Wah Link as the landlord  
the Company as the tenant
- Premises:** Unit 3901A, 39/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong (the “Premises”) with gross floor area of 2,960 square feet approximately
- Term:** Two years commencing from 24 April 2005 to 23 April 2007 (both dates inclusive)
- Rental:** HK\$68,000 a month, exclusive of management fees, rates, government rent and operating expenses, payable in advance

The rental payable under the Tenancy Agreement is HK\$68,000 a month, which is determined with reference to the current market rent of the Premises as assessed by an independent property valuer. Based on the foregoing, the annual cap, excluding variable expenses, such as management fees, rates, government rent and operating expenses, is HK\$816,000.

The Company and its subsidiaries (the “Group”) are principally engaged in investments in property and finance industries. Wah Link is principally engaged in investment in property. The Premises have been used by the Company as office since June 2004 at a monthly rental of HK\$53,280 exclusive of management fees, rates, government rent and operating expenses. The board of directors (including the independent non-executive directors) of the Company (the “Board”) considers that the Tenancy Agreement 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. Mr. Wong has abstained from voting on the relevant resolution for approving the Tenancy Agreement.

Wah Link is owned as to 51% by a family member of Mr. Wong and as to 49% by the spouse of Mr. Wong. Wah Link is a connected person of the Company by virtue of it being an associate of Mr. Wong under the Listing Rules and the Lease constitutes a continuing connected transaction of the Company under Rule 14A.14 of the Listing Rules.

Given the annual rental payable by the Company under the Tenancy Agreement 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 Lease is only subject to reporting, announcement and annual review requirements under the Listing Rules and does not require independent shareholders’ approval.

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

Hong Kong, 19 April 2005

*Members of the Board: Mr. Wong Yu Lung, Charles\**, *Mr. Lan Ning\**, *Mr. Ko Po Ming\**, *Ms. Loh Jiah Yee, Katherine\**, *Mr. Kee Wah Sze\**, *Mr. Ip Yin Wah<sup>#</sup>*, *Mr. Ma Ho Fai<sup>#</sup>*, *Mr. Shiraki Melvin Jitsumi<sup>#</sup>* and *Mr. Zhang Xiao Shu<sup>#</sup>*

\* *executive directors*

# *independent non-executive directors*

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