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建業實業有限公司
Chinney Investments, Limited
(Incorporated in Hong Kong with limited liability)
(Stock Code: 216)



漢國置業有限公司
Hon Kwok Land Investment Company, Limited
(Incorporated in Hong Kong with limited liability)
(Stock Code: 160)

MAJOR TRANSACTION

DISCLOSEABLE TRANSACTION

JOINT ANNOUNCEMENT

**ISSUING OF GUARANTEE IN RELATION TO THE DISPOSAL OF
SUBSIDIARIES BY A JOINTLY-CONTROLLED ENTITY
AND
RESUMPTION OF TRADING**

The directors of Chinney and Hon Kwok would like to announce that on 17 August 2009, Pride Champion (an indirect jointly-controlled entity of Hon Kwok), as vendor, had entered into the Agreement with XingWu, as purchaser, for the sale and purchase of the entire issued share capital of Rich Central together with the assignment of related shareholder's loan at an aggregate cash consideration of HK\$250,000,000.

Upon completion of the Agreement on 30 September 2009, Guangzhou Hua Yin, as guarantor, has executed a Guarantee in favour of XingWu, as purchaser, to guarantee certain warranties given by Pride Champion under the Agreement.

Under Chapter 14 of the Listing Rules, the Disposal does not amount to a notifiable transaction but the issuing of the Guarantee amounts to a notifiable transaction.

In accordance with the Listing Rules, the Guarantee constitutes a discloseable transaction for Hon Kwok as the applicable percentage ratios exceed 5% but less than 25% and the Guarantee constitutes a major transaction for Chinney as the applicable percentage ratios exceed 25% but less than 75%.

As XingWu is an independent third party of Chinney and Hon Kwok, no shareholder of Chinney is required to abstain from voting in the general meeting of Chinney for approving the Guarantee. Chinney has obtained from Chinney Holdings, which holds 57.80% of the issued share capital of Chinney, written approval of the Guarantee. Pursuant to Rule 14.44 of the Listing Rules, the Guarantee, which constitutes a major transaction for Chinney, has been approved by way of written shareholders' approval in lieu of holding a general meeting of Chinney.

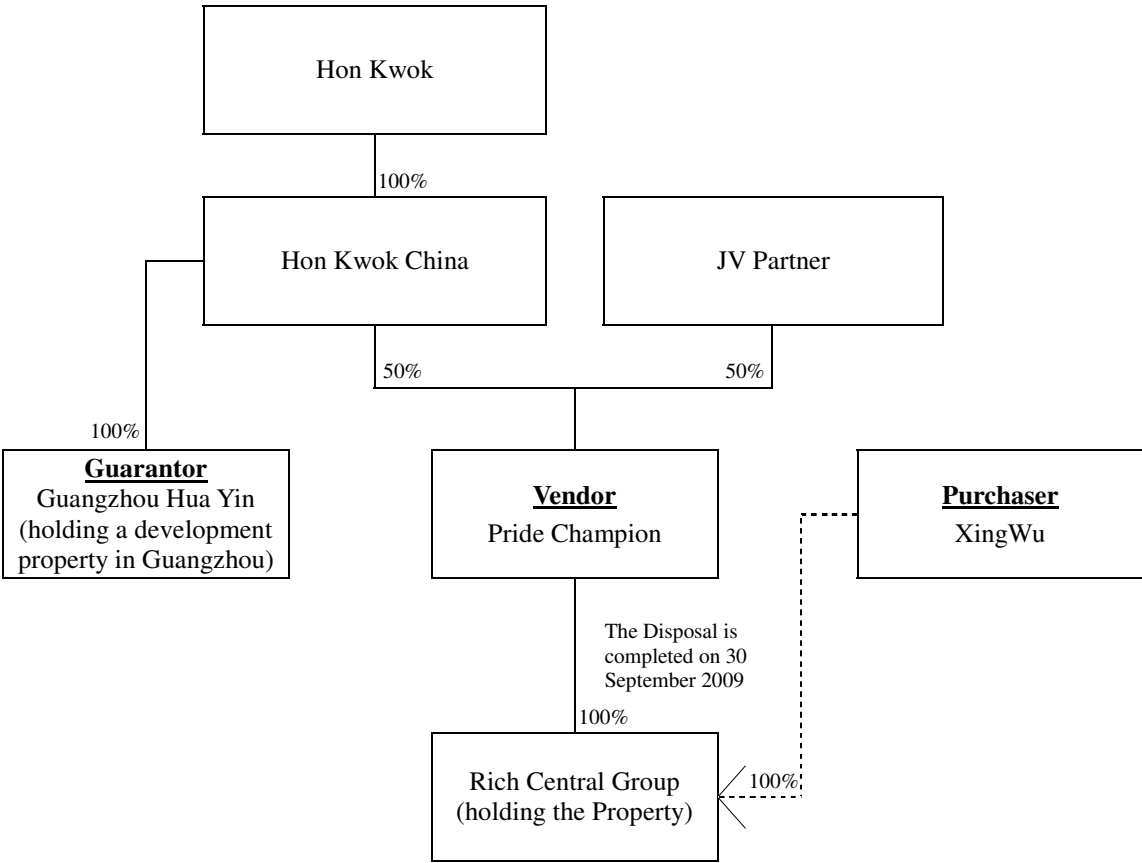
A circular containing further information on the Guarantee will be sent to the shareholders of Chinney as soon as practicable.

Trading in the shares of Chinney on the Stock Exchange was suspended from 2:36 p.m. on 30 September 2009 (Wednesday) at the request of Chinney pending the release of this announcement. Application has been made to the Stock Exchange for the resumption of trading in the shares of Chinney from 9:30 a.m. on 2 October 2009 (Friday).

THE GUARANTEE

On 17 August 2009, Pride Champion (an indirect jointly-controlled entity of Hon Kwok), as vendor, had entered into the Agreement with XingWu, as purchaser, for the sale and purchase of the entire issued share capital of Rich Central together with the assignment of related shareholder’s loan at an aggregate cash consideration of HK\$250,000,000.

Upon completion of the Agreement on 30 September 2009, Guangzhou Hua Yin, as guarantor, has executed the Guarantee in favour of XingWu, as purchaser, to guarantee certain warranties given by Pride Champion under the Agreement.



1. Date of the Guarantee

30 September 2009

2. Parties of the Guarantee

- Guarantor : Guangzhou Hua Yin, an indirect wholly-owned subsidiary of Hon Kwok
- Purchaser : XingWu

3. Information of the Disposal

Pride Champion is jointly-owned as to 50% by the Hon Kwok Group and 50% by the JV Partner, the attributable share of consideration received by the Hon Kwok Group for the Disposal is HK\$125,000,000.

Rich Central is a wholly-owned subsidiary of Pride Champion and the sole asset of significance of the Rich Central Group is the Property, which is a development site located at 459-471 Longjinzhong Road, Sansheng Sihang, Wuhang and Fushifang, Li Wan District, Guangzhou, PRC (中國廣州市荔灣區龍津中路459 - 471號，三聖四巷，五巷，福施坊) with a site area of approximately 4,362 square metres.

In the books of the Rich Central Group, the carrying value of the Property as at 31 March 2009 was approximately RMB96,185,000 (equivalent to approximately HK\$109,301,000). The net assets value of the Rich Central Group and the related shareholder's loan as at 31 March 2009 was approximately HK\$14,679,000 and HK\$92,344,000 respectively. At the date of completion of the Agreement, the total amount of the shareholder's loan owed by Rich Central to Pride Champion is approximately HK\$92,389,000.

The audited net loss before and after tax attributable to the Rich Central Group for the year ended 31 March 2008 were both approximately HK\$32,000. The audited net loss before and after tax attributable to the Rich Central Group for the year ended 31 March 2009 were both approximately HK\$1,882,000.

After completion of the Disposal on 30 September 2009, the Hon Kwok Group and the JV Partner both ceased to have any interests in Rich Central.

4. Terms of the Guarantee

The Guarantee is valid for a period of six months from the date of completion of the Agreement on 30 September 2009. The maximum liability under the Guarantee will not be greater than the consideration of HK\$250,000,000 received by Pride Champion under the Agreement. The holding company of the JV Partner is a private investment fund with substantial assets and it has provided a counter indemnity to Guangzhou Hua Yin for 50% of any loss suffer by Guangzhou Hua Yin pursuant to the Guarantee.

XingWu may only claim either under the Agreement or the Guarantee but not both. Pursuant to the terms of the Guarantee, XingWu is obliged to first claim against Pride Champion under the Agreement before having recourse to Guangzhou Hua Yin in the event of a claim.

5. Consideration for Issuing the Guarantee

Other than the counter indemnity received from the holding company of the JV Partner, Guangzhou Hua Yin received no consideration for issuing the Guarantee on completion of the Disposal.

REASON AND BENEFIT

The directors of Hon Kwok believe that the Disposal represents a good opportunity for Pride Champion to realize its investment in the Property at an attractive return. The Disposal will further strengthen the financial position of the Hon Kwok Group and enhance its cashflow.

XingWu noticed that Guangzhou Hua Yin owns a development property in Guangzhou and the listing status of Hon Kwok and thus it requested Guangzhou Hua Yin to issue the Guarantee in favour of it upon completion of the Agreement.

The directors of both Chinney and Hon Kwok believe that the Disposal is on normal commercial terms and is in the ordinary and usual course of business of Hon Kwok. The issuing of the Guarantee is on normal commercial terms and is fair and reasonable and in the interests of the shareholders of Chinney and Hon Kwok as a whole.

FINANCIAL EFFECT

Based on the unaudited financial statements of Pride Champion as at 31 August 2009, it is expected that the Hon Kwok Group will realize an overall gain before tax of approximately HK\$77 million which is calculated by comparing the attributable share of the share consideration less the attributable share of the net assets value of the Rich Central Group as at 31 August 2009. The attributable share of consideration received by the Hon Kwok Group is to be retained as general working capital.

It is expected that the Chinney Group will recognize an overall gain before tax of approximately HK\$42 million.

There is no material financial effect for the issuing of the Guarantee.

IMPLICATION OF THE LISTING RULES

Under Chapter 14 of the Listing Rules, the Disposal does not amount to a notifiable transaction but the issuing of the Guarantee amounts to a notifiable transaction.

In accordance with the Listing Rules, the Guarantee constitutes a discloseable transaction for Hon Kwok as the applicable percentage ratios exceed 5% but less than 25% and the Guarantee constitutes a major transaction for Chinney as the applicable percentage ratios exceed 25% but less than 75%.

As XingWu is an independent third party of Chinney and Hon Kwok, no shareholder of Chinney is required to abstain from voting in the general meeting of Chinney for approving the Guarantee. Chinney has obtained from Chinney Holdings, which holds 57.80% of the issued share capital of Chinney, written approval of the Guarantee. Pursuant to Rule 14.44 of the Listing Rules, the Guarantee, which constitutes a major transaction for Chinney, has been approved by way of written shareholders' approval in lieu of holding a general meeting of Chinney.

A circular containing further information on the Guarantee will be sent to the shareholders of Chinney as soon as practicable.

INFORMATION ON CHINNEY

Chinney is an investment holding company. Its subsidiaries (excluding the Hon Kwok Group) are mainly engaged in garment manufacturing and trading and general investment.

At the date of this announcement, Chinney Holdings is holding 318,675,324 shares of Chinney, representing approximately 57.80% of its issued share capital.

INFORMATION ON HON KWOK

Hon Kwok is an investment holding company. Its subsidiaries are mainly engaged in property development, property investment and property related businesses.

At the date of this announcement, Chinney is holding 261,112,553 shares of Hon Kwok, representing approximately 54.37% of its issued share capital.

INFORMATION ON XINGWU

XingWu is a company incorporated in the British Virgin Islands with limited liability and is an investment holding company.

To the best of the knowledge, information and belief of the directors of Chinney and Hon Kwok and having made all reasonable enquiry, XingWu and its ultimate beneficial owners are independent third parties of Chinney and Hon Kwok and are not connected persons of Chinney and Hon Kwok.

DIRECTORS OF CHINNEY

At the date of this announcement, the directors are Mr. James Sai-Wing Wong, Ms. Madeline May-Lung Wong, Mr. William Chung-Yue Fan and Mr. Herman Man-Hei Fung and the independent non-executive directors are Dr. Clement Kwok-Hung Young, Mr. Peter Man-Kong Wong and Mr. James C. Chen.

DIRECTORS OF HON KWOK

At the date of this announcement, the directors are Mr. James Sai-Wing Wong, Ms. Madeline May-Lung Wong, Mr. Herman Man-Hei Fung, Mr. Kwok-Wing Cheung and Mr. Yuen-Keung Chan and the independent non-executive directors are Dr. Daniel Chi-Wai Tse, Mr. Kenneth Kin-Hing Lam and Professor Hsin-Kang Chang.

RESUMPTION OF TRADING

Trading in the shares of Chinney on the Stock Exchange was suspended from 2:36 p.m. on 30 September 2009 (Wednesday) at the request of Chinney pending the release of this announcement. Application has been made to the Stock Exchange for the resumption of trading in the shares of Chinney from 9:30 a.m. on 2 October 2009 (Friday).

DEFINITIONS

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

“Agreement”	the share transfer agreement dated 17 August 2009 entered into between Pride Champion, as vendor, and XingWu, as purchaser, for the Disposal
“Chinney”	Chinney Investments, Limited, a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Stock Exchange and which is the holding company of Hon Kwok

“Chinney Group”	Chinney and its subsidiaries
“Chinney Holdings”	Chinney Holdings Limited, a company incorporated in Hong Kong with limited liability and which is the holding company of Chinney
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Disposal”	the disposal of the entire issued share capital of Rich Central together with the assignment of related shareholder’s loan by Pride Champion at an aggregate cash consideration of HK\$250,000,000
“Guangzhou Hua Yin”	Guangzhou Hua Yin Land Development Co., Ltd. (廣州華銀房地產開發有限公司), a company incorporated in PRC with limited liability and is an indirect wholly-owned subsidiary of Hon Kwok
“Guarantee”	the guarantee dated 30 September 2009 executed by Guangzhou Hua Yin in favour of XingWu to guarantee certain warranties given by Pride Champion under the Agreement.
“Hon Kwok”	Hon Kwok Land Investment Company, Limited, a company incorporated in Hong Kong with limited liability and the shares of which are listed on the Stock Exchange
“Hon Kwok China”	Hon Kwok Land Investment (China), Limited, a company incorporated in Hong Kong with limited liability and is a direct wholly-owned subsidiary of Hon Kwok
“Hon Kwok Group”	Hon Kwok and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“JV Partner”	a joint venture partner who is holding 50% shareholding interests in Pride Champion
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Pride Champion”	Pride Champion Limited, a company incorporated in the British Virgin Islands with limited liability and is jointly-owned as to 50% by the Hon Kwok Group and 50% by the JV Partner

“Property”	a development site located at 459-471 Longjinzong Road, Sansheng Sihang, Wuhang and Fushifang, Li Wan District, Guangzhou, PRC (中國廣州市荔灣區龍津中路459 - 471號，三聖四巷，五巷，福施坊)
“Rich Central”	Rich Central Limited, a company incorporated in the British Virgin Islands with limited liability
“Rich Central Group”	Rich Central and its subsidiaries
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“XingWu”	XingWu Investment Co., Ltd., a company incorporated in the British Virgin Islands with limited liability

For illustration purpose, RMB has been translated into HK\$ at the exchange rate of HK\$1.00 = RMB0.88. Such translation should not be construed as a representation that any amounts in RMB or HK\$ have been, could have been, or could be, converted at the above rate or any other rates or at all.

By Order of the Board
Chinney Investments, Limited
Wendy Yuk-Ying Chan
Company Secretary

By Order of the Board
Hon Kwok Land Investment Company, Limited
Wendy Yuk-Ying Chan
Company Secretary

Hong Kong, 30 September 2009