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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: 172)**

### **CONTINUING CONNECTED TRANSACTIONS**

On 23 April 2007, the Company, as tenant, and Wah Link, as landlord, entered into a lease agreement (the "Lease") in respect of the tenancy of premises of portion of certain units in Lippo Centre as its office.

Since the Landlord is owned as to 51% by a family member of Mr. Wong and as to 49% by the spouse of Mr. Wong, the entering into the Lease constituted 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 the Landlord under the Lease and Rongzhong Lease represents more than 0.1% but less than 25% of the applicable percentage ratios of the Company, as defined in the Listing Rules, and is more than HK\$1,000,000 but less than HK\$10,000,000, the entering into the Lease will be subject to reporting and annual review requirements under the Listing Rules and does not require independent shareholders' approval.

#### **TENANCY AGREEMENT DATED 23 APRIL 2007**

- Parties: Wah Link as the landlord  
the Company as the tenant
- Premises: approximately 4,382 square feet located at Unit 1901 and portion of  
Units 1902-3 on 19/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong
- Term: 24 April 2007 to 30 April 2008 (both dates inclusive)
- Rental: HK\$143,000 a month, exclusive of management fees, rates, government rent and operating  
expenses (such as electricity 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 and 28 April 2006, the Group has leased from Wah Link a unit on 39th Floor, Tower One, Lippo Centre, 89 Queensway, Hong Kong (from 24 April 2005 to 23 April 2007 (both dates inclusive)) and portion of Units 1905-6 on 19th Floor, Tower One, Lippo Centre, 89 Queensway, Hong Kong (from 1 May 2006 to 30 April 2008 (both dates inclusive)) as its offices at a monthly rental of HK\$68,000 and HK\$22,000 (exclusive of management fees, rates, government rent and operating expenses e.g. electricity expenses) respectively. As the 39th Floor Lease has been expired, the Company entered into the Lease in order to consolidate the offices for greater degree of efficiency. The Landlord 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 pursuant to Rule 14A.11(4) of the Listing Rules. The entering into the Lease, together with the Rongzhong Lease constituted continuing connected transactions of the Company pursuant to Rule 14A.14 of the Listing Rules.

Based on the foregoing, the annual rental payable by the Group under both the Lease and the Rongzhong Lease for each of the financial year ended 31 March 2008 and 2009 will not be more than HK\$1,980,000 which is also the annual cap for the continuing connected transactions of the Company for the two financial years.

Given the annual rental payable by the Group under both the Lease and the Rongzhong Lease represents more than 0.1% but less than 25% of the applicable percentage ratios of the Company, as defined in the Listing Rules, and is more than HK\$1,000,000 but 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.

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. The Landlord is principally engaged in property investment.

The Board (including the independent non-executive directors) considers that the 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.

## **Definitions**

“Board”	the board of Directors
“Company”	Goldbond Group Holdings Limited
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Landlord/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
“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 Lease”	the lease of certain areas in Unit 1905-6, 19/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong entered into between Rongzhong Group Limited, a non wholly-owned subsidiary of the Company, and the Landlord on 28 April 2006
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“39th Floor Lease”	the lease of Unit 3901A, 39/F., Tower One, Lippo Centre, 89 Queensway, Hong Kong entered into between the Company and the Landlord on 18 April 2005
“%”	per cent.

By order of the Board  
**Kelly Li**  
*Company Secretary*

Hong Kong, 25 April 2007

*As at the date of this announcement, (a) the executive Directors are Mr. Wang Jun, Mr. Wong Yu Lung, Charles, Mr. Ding Chung Keung, Vincent, Mr. Kee Wah Sze, Mr. Lan Ning, Miss Wong, Michelle Yatyee and Mr. Xie Xiao Qing; (b) the independent non-executive Directors are Mr. Ip Yin Wah, Mr. Ma Ho Fai JP and Mr. Melvin Jitsumi Shiraki.*

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