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# STYLAND HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(Stock code: 211)

### DISCLOSURE REQUIREMENT UNDER THE RULE 13.14

### Advances to an Entity

Reference is made to the Company's announcement dated 20 December 2004 which disclosed that Ever-Long Securities granted Huge Gain Margin Financial Assistances of HK\$5,066,000 as of 25 November 2004.

On 7 February 2005, Ever-Long Capital entered into a loan agreement with Huge Gain to grant it Term Loan Financial Assistances to the extent of HK\$11,000,000, the amount of which was subsequently reduced to HK\$9,600,000 pursuant to a supplemental agreement dated 2 March 2005.

Huge Gain drew the Term Loan Financial Assistances in two tranches HK\$6,500,000 and HK\$3,100,000 on 18 and 21 February 2005 respectively. The outstanding balance due to Ever-Long Securities by Huge Gain had been reduced to nil since 18 February 2005.

As the balance of Term Loan Financial Assistances is more than 3% increase, based on the Market Capitalization of the Company, from the Margin Financial Assistances that was previously disclosed under Rule 13.13, it gives rise to a general disclosure obligation pursuant to Rule 13.14.

At the request of the Company, trading in the shares of the Company was suspended from 9:36 a.m. on 21 April 2004. Trading of the shares of the Company remains suspended until further notice.

#### Advances to an entity

The Group, through Ever-Long Securities and Ever-Long Capital, engages in securities dealings & brokerage, margin financing and money lending business.

Reference is made to the Company's announcement dated 20 December 2004 which disclosed that Ever-Long Securities granted Huge Gain the Margin Financial Assistances of HK\$5,066,000 as of 25 November 2004.

On 7 February 2005, Ever-Long Capital entered into a loan agreement with Huge Gain to grant it Term Loan Financial Assistances to the extent of HK\$11,000,000, the amount of which was subsequently reduced to HK\$9,600,000 pursuant to a supplemental agreement dated 2 March 2005.

Huge Gain drew the Term Loan Financial Assistances in two tranches HK\$6,500,000 and HK\$3,100,000 on 18 and 21 February 2005 respectively. The repayment date of the respective Term Loan Financial Assistances should be the earlier of (a) the date falling 12 months from the relevant Term Loan Financial Assistance was drawn; and (b) the date Ever-Long Capital specify in its notice in writing demanding for repayment of such Term Loan Financial Assistance. The outstanding balance due to Ever-Long Securities by Huge Gain had been reduced to nil since 18 February 2005.

As the balance of Term Loan Financial Assistances is more than 3% increase, based on the Market Capitalization of the Company, from the Margin Financial Assistances that was previously disclosed under Rule 13.13, it gives rise to a general disclosure obligation pursuant to Rule 13.14.

According to the supplemental agreement, the interest rate charged to Huge Gain is 20% per annum and the rate of 30% per annum will be imposed for any amount which is due and payable by Huge Gain to Ever-Long Capital but which remains unpaid. The value of the collateral in form of listed securities placed by Huge Gain for the Term Loan Financial Assistances was approximately HK\$47,033,000 as at the date of the supplemental agreement.

The Term Loan Financial Assistances were granted based on assessment to financial status, repayment records and the nature of collaterals placed by Huge Gain and the interest rates were also determined thereon. The Directors are of the view that granting of the Term Loan Financial Assistance to Huge Gain will expand the revenue resources of the Group and believe that it is fair and reasonable and in the interests of the shareholders as a whole.

Huge Gain is an investment company. It and its beneficial owner are independent third parties to the Company and not connected with the Directors, chief executive or substantial shareholders of the Company and subsidiaries or their respective associates (as defined in the Rules).

The principal activities of the Group comprise of investment holding, securities dealing & brokerage, money lending, general trading and property development and investment.

#### Other information

As at the date of this announcement, the board of Directors comprises of four executive directors, Mr. Johnny Wing Fai Tam, Ms. Yvonne Han Yi Yeung, Ms. Miranda Chi Mei Chan, Mr. Suet Ming Ching and three independent non-executive directors, Mr. David Man San Lim, Mr. Edward Shun Kee Yeung and Mr. Chow Pat Kan.

At the request of the Company, trading in the shares of the Company was suspended from 9:36 a.m. on 21 April 2004. Trading of the shares of the Company remains suspended until further notice.

## **Definitions:**

"Company" Styland Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the main board of the Stock Exchange

"Directors" directors of the Company

"Ever-Long Securities" Ever-Long Securities Company Limited, a wholly owned subsidiary of the Company

"Ever-Long Capital" Ever-Long Capital Limited, a wholly owned subsidiary of the Company

the Company and its subsidiaries

"Group"

"Huge Gain" Huge Gain Development Limited, a client of Ever-Long Securities and Ever-Long Capital

"Margin Financial Assistance(s)" the margin loan(s) granted by Ever-Long Securities

"Market Capitalization" the average market capitalization of approximately HK\$46,780,000 of the Company based

on the closing price of the last trading day before the shares of the Company was suspended on 21 April 2004 as quoted on the Stock Exchange

"Rules" The Rules of governing the Listing of Securities on the Stock Exchange

The Stock Exchange of Hong Kong Limited "Stock Exchange" The term loan(s) granted by Ever-Long Capital "Term Loan Financial Assistance(s)"

> By Order of the Board STYLAND HOLDINGS LIMITED
> Tam Wing Fai, Johnny
> Managing Director

Hong Kong, 7 March 2005

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