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SUNNY GLOBAL HOLDINGS LIMITED

新怡環球控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1094)

DISCLOSEABLE TRANSACTION AND RESUMPTION OF TRADING

On 3 December 2007, Beijing Tianxun entered into the Agreement to sell to Beijing Teletron, the Sale Capital, for a total consideration of RMB18,000,000 (equivalent to approximately HK\$18,936,000).

The Proposed Disposal constitutes a discloseable transaction on the part of the Company under the Listing Rules. A circular containing details of, among other things, the Proposed Disposal will be despatched to the Shareholders as soon as practicable in compliance with the Listing Rules.

At the request of the Company, trading in the Shares was suspended with effect from 9:30 a.m. on 3 December 2007 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for resumption of trading in the Shares with effect from 9:30 a.m. on 5 December 2007.

THE AGREEMENT

Date: 3 December 2007

Parties:

Vendor: Beijing Tianxun

Purchaser: Beijing Teletron, a wholly owned subsidiary of Chengdo Pengboshi

70% of the registered and paid up capital of Beijing Tianxun is held by the PRC Nominee. The PRC Nominee pledged its entire equity interests in Beijing Tianxun to Beijing Woda. Beijing Woda is an indirect 89% owned subsidiary of the Company. Beijing Tianxun and Beijing Woda entered into an exclusive technical and consultancy services agreement dated 21 February 2006. Pursuant to which, Beijing Woda would provide various services to Beijing Tianxun including internet application development, technical support, management consulting and providing training for technical personnel of Beijing Tianxun. In return for the above services, Beijing Tianxun would pay 70% of its revenues and investment income to Beijing Woda as service fee. Through this agreement, Beijing Woda received economic benefits from Beijing Tianxun and any distributions from Beijing Haidian without actual shareholding in Beijing Tianxun.

Beijing Teletron is a wholly owned subsidiary of Chengdo Pengboshi and is principally engaged in network technology services industry. Chengdo Pengboshi is a company listed on the Shanghai Stock Exchange and is principally engaged in the provision of telecommunication value-added services, network monitoring, information and communication technology, software development and system maintenance. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of Beijing Teletron and its ultimate beneficial owners are third parties independent of the Company and its connected persons.

Assets to be disposed

Pursuant to the Agreement, Beijing Tianxun has agreed to sell and Beijing Teletron has agreed to acquire the Sale Capital, representing approximately 40% of the registered and paid up capital of Beijing Haidian.

Consideration

The total consideration for the Sale Capital is RMB18,000,000 (equivalent to approximately HK\$18,936,000) and shall be settled by Beijing Teletron in the following manner:

- (i) RMB1,800,000 (equivalent to approximately HK\$1,893,600) has been paid by Beijing Teletron to Beijing Tianxun on the date of signing of the Agreement as initial deposit;
- (ii) RMB7,200,000 (equivalent to approximately HK\$7,574,400) shall be payable on the date on which all of the conditions precedent have been satisfied and both parties have entered into the formal share transfer agreement; and
- (iii) RMB9,000,000 (equivalent to approximately HK\$9,468,000) shall be payable on the date of Completion.

The consideration was agreed between Beijing Teletron and Beijing Tianxun after arm's length negotiation. According to the unaudited management accounts of Beijing Haidian for the nine months ended 30 September 2007, the net asset value of Beijing Haidian is approximately HK\$25,660,000 and the corresponding value for 40% of its equity interests would be approximately HK\$10,264,000. Taking into account that the consideration payable by Beijing Teletron representing a premium of more than 50% to the corresponding net asset value of the Sale Capital, together with the fact that Beijing Teletron is planning to further commit approximately RMB20,000,000 for projects to be launched by Beijing Haidian, the Directors (including the independent non-executive Directors), consider the payment terms of the consideration under the Agreement to be fair and reasonable.

Conditions precedent

Completion is subject to the following conditions having been fulfilled (as the case may be):

- (a) Beijing Tianxun having obtained written confirmation from other shareholder of Beijing Haidian not to exercise its first rights of refusal to acquire the Sale Capital;
- (b) the shareholders of Beijing Tianxun having approved the Agreement and the transactions contemplated thereunder;
- (c) Beijing Tianxun having obtaining other necessary consent, authorisation and approval in relation to the Proposed Disposal;

- (d) the passing by the shareholders or directors of Chengdo Pengboshi shareholders' resolutions or board resolutions to approve the Agreement and the transactions contemplated thereunder; and
- (e) Chengdo Pengboshi having obtained necessary approvals from the Shanghai Stock Exchange in relation to the Proposed Disposal.

None of the above conditions are waivable.

Completion

Completion shall take place on the date the conditions of the Agreement having been fulfilled or such later date as may be agreed between Beijing Teletron and Beijing Tianxun.

Long-stop date

If all of the conditions are not fulfilled within 60 days after the date of the Agreement, the Agreement shall cease and determine.

INFORMATION ON BEIJING HAIDIAN

Beijing Haidian is principally engaged in the provision of broadband internet access, telecommunication value-added services and related business via its proprietary internet network in Beijing, the PRC.

According to the audited management accounts of Beijing Haidian for the year ended 31 December 2005, the turnover was approximately HK\$13,215,000, the net profit before and after taxation and extraordinary items were approximately HK\$1,185,000.

As at 31 December 2005, the principal assets of Beijing Haidian were fixed assets of approximately HK\$59,326,000 and the principal liabilities of Beijing Haidian were accounts payable and accruals of approximately HK\$31,244,000.

According to the audited management accounts of Beijing Haidian for the year ended 31 December 2006, the turnover was approximately HK\$13,803,000, the net profit before and after taxation and extraordinary items were approximately HK\$1,482,000.

As at 31 December 2006, the principal assets of Beijing Haidian were fixed assets of approximately HK\$60,407,000 and the principal liabilities of Beijing Haidian were accounts payable and accruals of approximately HK\$31,099,000.

According to the unaudited management accounts of Beijing Haidian for the nine months ended 30 September 2007, the turnover was approximately HK\$12,930,000, the net loss before and after taxation and extraordinary items were approximately HK\$6,117,000.

As at 30 September 2007, the net asset value of Beijing Haidian was approximately HK\$25,660,000.

Immediately before completion of the Proposed Disposal, the equity interests of Beijing Haidian is owned as to 40% by Beijing Tianxun and as to the remaining 60% by other public investors, who to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, are third parties independent of the Company and its connected persons. The interests of the Group in Beijing Haidian is recorded in the accounts of the Company using equity interest method.

Immediately after completion of the Proposed Disposal, the Company will cease to hold any interests in Beijing Haidian.

REASONS FOR THE DISPOSAL

The Group is engaged in the information technology business including the provision of system integration services, facility management services and information technology infrastructure network development in the PRC and Hong Kong.

In order to better utilise the Group's internal resources, the Directors intend to increase the sales and marketing activities and re-allocate the internal resources on the development in other telecommunication value-added services.

At the time of acquisition of the Sale Capital by the Group, the Company intended to capture the business opportunities in broadband internet in association with the Beijing Olympics in 2008. However, the development of Beijing Haidian fails to meet the expectation of the Board, in particular, the expansion of the optic fiber network of Beijing Haidian falls behind the expected progress. This can be evidenced from the fact that Beijing Haidian recorded a loss of approximately RMB5,770,000 for the nine months ended 30 September 2007.

In addition, Beijing Haidian is planning to launch projects which will require further capital commitment of approximately RMB20,000,000 on the part of the Company. In this regard, the Board believes that there are other alternative investment opportunities with better returns and it is in the interests of the Company and the Shareholders as a whole to better utilise its internal resources.

The Directors consider the Proposed Disposal to be in line with such re-allocation plan. As such, the Directors believe that the Proposed Disposal also represents a good opportunity for the Group to wind down its capital expenditure commitment in an effective and efficient manner.

Taking into account the benefits of the Proposed Disposal, the Board is of the view that the terms of the Proposed Disposal are fair and reasonable and the Proposed Disposal is in the interests of the Company and the Shareholders as a whole.

The gross proceeds receivable by the Company would be approximately RMB12,600,000 (equivalent to approximately HK\$13,255,200), representing its 70% equity interests in Beijing Tianxun. After deducting financial advisory fees, legal fees, accounting fees and relevant PRC taxation fees of approximately RMB2,500,000, the net proceeds of the Proposed Disposal of approximately RMB10,100,000 (equivalent to approximately HK\$10,625,200) will be used towards general working capital of the Group.

FINANCIAL EFFECT OF THE DISPOSAL

It is estimated that, upon Completion, the Group will record a loss on disposal of approximately HK\$5,800,000 for the year ending 31 December 2007, which will be reflected in the consolidated profit and loss account of the Group for the year ending 31 December 2007.

LISTING RULES IMPLICATIONS

The Proposed Disposal constitutes a discloseable transaction on the part of the Company under the Listing Rules. A circular containing details of, among other things, the Proposed Disposal will be despatched to the Shareholders as soon as practicable in compliance with the Listing Rules.

RESUMPTION OF TRADING

At the request of the Company, trading in the Shares was suspended with effect from 9:30 a.m. on 3 December 2007 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for resumption of trading in the Shares with effect from 9:30 a.m. on 5 December 2007.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the following meanings when used herein:

“Agreement”	the conditional sale and purchase agreement dated 3 December 2007 entered into between Beijing Tianxun and Beijing Teletron in relation to the sale and purchase of the Sale Capital
“Beijing Haidian”	北京市海澱區有線廣播電視網路資訊有限公司 (Beijing Haidian District Cable Television Broadcasting and Network Information Limited*), a company established in the PRC
“Beijing Teletron”	北京電信通電信工程有限公司 (Beijing Teletron Telecom Engineering Co. Ltd.*), a company established in the PRC and a wholly owned subsidiary of Chengdo Pengboshi and the purchaser of the Sale Capital
“Beijing Tianxun”	北京天迅視通科技發展有限公司 (Beijing Tianxun Shitong Technology Development Company Limited*), a company established in the PRC, a non-wholly owned subsidiary of the Company and the vendor of the Sale Capital
“Beijing Woda”	北京沃達泰豐諮詢有限公司 (Beijing Woda Taifeng Consultation Company Limited*), a sino-foreign equity joint venture
“Board”	the board of Directors
“Business Day(s)”	a day (other than a Saturday, Sunday and public holiday) on which licensed banks are generally open for business in Hong Kong throughout their normal business hours
“Chengdo Pengboshi”	成都鵬博士科技股份有限公司 (Chengdo Pengboshi Technology Joint Stock Company Limited*), a company established in the PRC
“Company”	Sunny Global Holdings Limited, a company incorporated in Bermuda with limited liability, the issued Shares of which are listed on the main board of the Stock Exchange
“Completion”	completion of the sale and purchase of the Sale Capital in accordance with the terms and conditions of the Agreement
“connected persons”	has the meaning ascribed to this term in the Listing Rules

“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“PRC Nominee”	the shareholder named by the Company to hold 70% equity interest in Beijing Tianxun
“Proposed Disposal”	the proposed disposal of the Sale Capital by Beijing Tianxun to Beijing Teletron
“Sale Capital”	the registered and paid up capital of Beijing Haidian in the sum of RMB12,000,000 (equivalent to approximately HK\$12,624,000)
“Shareholders”	holders of the Shares
“Shares”	ordinary shares of HK\$0.10 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent.

By order of the Board
Sunny Global Holdings Limited
Li Chun Tak
Executive Director

Hong Kong, 4 December 2007

** for identification purpose only*

As at the date of this announcement, Messrs. Yip Kwan, Ben, Li Chun Tak and Wong Hin Shek are the executive Directors, Mr. Wong Kam Fat Tony is the non-executive Director, and Messrs. Au Tin Fung, Chan Chun Wai, Tsui Pak Hang and Ms. So Wai Yee, Betty are the independent non-executive Directors.

For the purpose of this announcement, unless otherwise specified, conversion of RMB into HK\$ is based on the approximate exchange rate of RMB1.00 to HK\$1.052. The exchange rate is for illustration purpose only and do not constitute a representation that any amounts have been, could have been or may be exchanged at this or any other rates at all.