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G.A. HOLDINGS LIMITED

G.A. 控股有限公司

*(incorporated in the Cayman Islands with limited liability
and carrying on business in Hong Kong under the trading name of
German Automobiles International Limited)*

Stock Code: 8126

DISCLOSURE

PURSUANT TO RULES 17.15, 17.17 AND 17.18 OF THE GEM LISTING RULES REGARDING ADVANCES AND TRADE RECEIVABLES UNUSUAL PRICE MOVEMENT AND TRADING VOLUME

As at 31 March 2004, there were 400,000,000 shares of the Company in issue. Based on the average closing price of the Company's shares of HK\$0.1382 as stated in the Stock Exchange's daily quotation sheets for the trading days from 19 March 2004 to 25 March 2004 (both days inclusive), being the five business days immediately preceding 26 March 2004 (the day when the suspension of trading in the shares of the Company commenced), the Market Capitalisation of the Company was approximately HK\$55.28 million.

This announcement is made pursuant to Rules 17.15, 17.17 and 17.18 of the GEM Listing Rules to disclose certain trade receivables, advances and guarantees to an entity from the Group which individually or in aggregate exceeds 8% of the Company's Market Capitalisation.

Pursuant to Rule 17.16 of the GEM Listing Rules, the Directors confirm that increase in the trade receivables, advances and guarantees to an entity from the Group which individually or in aggregate as at the latest practicable date of 30 April 2004 does not exceeds 3% of the respective amounts as at 31 March 2004.

Saved as the disclosures pursuant to Rules 17.15, 17.16 17.17 and 17.18 of the GEM Listing Rules, the Directors have noted that today's decrease in the price and today's increase in the trading volume of the Company's shares and wish to state that the Directors are not aware of any reasons for recent decrease in the price and the recent increase in the trading volume of the Company's shares.

The Directors also confirm that there are no negotiations or agreements relating to intended acquisitions or realizations which are discloseable under Chapters 19 to 20 of the GEM Listing Rules, neither are the Directors aware of any matter discloseable under the general obligation imposed by Rule 17.10 of the GEM Listing Rules, which is or may be of a price-sensitive nature.

Failure to make the relevant disclosure pursuant to Rules 17.15, 17.17 and 17.18 of the GEM Listing Rules on a timely manner constitutes a breach of such GEM Listing Rules. The Stock Exchange has indicated that it reserves its rights to take appropriate action against the Company and/or its directors.

Pursuant to Rules 17.15 and 17.17 of the GEM Listing Rules, a disclosure obligation arises when the relevant advances to an entity from G.A. Holdings Limited (the “Company”) and its subsidiaries (the “Group”) exceeds 8% of the Group’s market capitalisation, being computed using the average closing prices of the Company’s shares as stated in the Exchange’s daily quotation sheets for the 5 business days immediately preceding 25 March 2004 (the “Market Capitalisation”). As at 31 March 2004, there were 400,000,000 shares of the Company in issue. Based on the average closing price of the Company’s shares of HK\$0.1382 as quoted on the Stock Exchange for the trading days from 19 March 2004 to 25 March 2004 (both days inclusive), being the five trading days immediately preceding 26 March 2004 (the day when the suspension of trading in the shares of the Company commenced), the Company’s Market Capitalisation was approximately HK\$55.28 million.

TRADE RECEIVABLES, CAR RENTAL ADVANCES, PREPAID RENTAL EXPENSES, OTHER RECEIVABLES, GUARANTEES, ADVANCES TO NORTH ANHUA GROUP CORPORATION (“NAGC”).

The directors of the Company (the “Directors”) announce that the total advances, guarantees and trade receivables provided to and due from a business partner, North Anhua Group Corporation (“NAGC”, together with its subsidiaries, the “NAGC Group”), which is not connected with the Company, the directors, chief executive, substantial shareholder or management shareholder of the Company and its subsidiaries or any of their respective associates. The total advances, guarantees and trade receivables provided to and due from the NAGC Group increased from a total of approximately S\$24,823,000 (equivalent to approximately HK\$111,314,000) as at 30 September 2003 as disclosed in the Group’s latest quarterly report for the period ended 30 September 2003 to a total of approximately S\$27,965,000 (equivalent to approximately HK\$130,070,000) as at 31 March 2004.

As at 31 March 2004, the total advances, guarantees and trade receivables provided to and due from NAGC Group represented approximately 235% of the Group’s Market Capitalisation and represented approximately 34% of the unaudited total asset value of the Group as at 31 March 2004.

Details of the transactions to the NAGC Group which are of trading nature and remain outstanding as at 31 March 2004 are announced as follows:

	31 March	
	2004 S\$'000	2004 HK\$'000
Trade receivables	3,074	14,297
Car rental advances	1,697	7,893
Prepaid rental expenses	7,437	34,591
Other receivables	702	3,265
Guarantees	7,314	34,019
Advances to NAGC	3,374	15,693
Advances to Xiamen Zhong Bao	4,367	20,312
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Total	<u>27,965</u>	<u>130,070</u>

Trade Receivables due from the NAGC Group

The trade receivables due from the NAGC Group as at 31 March 2004 amounted to approximately S\$3,074,000 (equivalent to approximately HK\$14,297,000) (*as at 31 December 2003: S\$4,873,000 (equivalent to approximately HK\$22,251,000)*). Out of this amount, approximately S\$2,588,000 (equivalent to approximately HK\$12,037,000) (*as at 31 December 2003: S\$2,799,000 (equivalent to approximately HK\$12,781,000)*) represented technical fee arising from provision of management consulting and technical assistance to the NAGC Group. The remaining balance of approximately S\$486,000 (equivalent to approximately HK\$2,260,000) (*as at 31 December 2003: S\$2,074,000 (equivalent to approximately HK\$9,470,000)*) represented management fee charged on provision of management consulting and technical expertise to 3 PRC car rental operators, namely: (i) Beijing China National Automotive Anhua Automobiles Leasing Co., Ltd. (the “Beijing Sub-licensees”), a wholly subsidiary of NAGC, (ii) Shanghai China National Automotive Anhua Automobiles Services Co., Ltd. (the “Shanghai Sub-licensees”), a company of which 90% of its interest is owned by NAGC, and (iii) Guangzhou China National Automotive Anhua Automobiles Services Co., Ltd. (the “Guangzhou Sub-licensees”), a company which is owned as to 90% by NAGC (collectively the “Three Sub-licensees”). Approximately S\$142,000 (equivalent to approximately HK\$660,000) (*as at 31 December 2003: S\$672,000 (equivalent to approximately HK\$3,068,000)*) was due from the Beijing Sub-licensees. Approximately S\$172,000 (equivalent to approximately HK\$800,000) (*as at 31 December 2003: S\$701,000 (equivalent to approximately HK\$3,201,000)*) was due from the Shanghai Sub-licensees. Approximately S\$172,000 (equivalent to approximately HK\$800,000) (*as at 31 December 2003: S\$701,000 (equivalent to approximately HK\$3,201,000)*) was due from the Guangzhou Sub-licensees. The trade receivables due from the NAGC Group were unsecured, interest free and repayable in cash by July 2004. The Directors considered that the trade receivables were made under normal commercial terms and in the ordinary course of business of the Group.

Car Rental Advances due from NAGC

As at 31 March 2004, approximately S\$1,697,000 (equivalent to approximately HK\$7,893,000) (*as at 31 December 2003: S\$1,722,000 (equivalent to approximately HK\$7,863,000)*) were advanced as the financial assistance through a subsidiary of the Company, China National Auto Anhua (Tianjin) International Trade Co Ltd (“CNA Anhua (Tianjin)”), to the Three Sub-licensees for car rental operation, as stated in the section headed “Statement of Business Objectives” in the prospectus dated 10 June 2002 (the “Prospectus”). In 2002, no car rental advances were given. The advances of S\$1,755,000 (equivalent to approximately HK\$7,697,000) were initially advanced to the Three Sub-licensees in February 2003. Pursuant to the disclosure requirements of Rule 17.18 of the GEM Listing Rules, these advances were unsecured, interest free and repayable in cash by March 2006. The Group has 70% interest in CNA Anhua (Tianjin) while the remaining 30% is owned by NAGC. The Three Sub-licensees are not affiliated companies of the Group as defined in the GEM Listing Rules.

Prepaid Rental Expenses due from NAGC

As at 31 March 2004, prepaid rental expenses of the amount of S\$7,437,000 (equivalent to approximately HK\$34,591,000) (*as at 31 December 2003: S\$7,476,000 (equivalent to approximately HK\$34,137,000)*) were made in accordance with the co-operation agreement dated March 2000 and entered between the Group and China National Automatic Anhua Hertz Services Centre Co. Ltd. (“CNA Anhua (Hertz)”) a wholly owned subsidiary of NAGC for the construction of three showrooms/service centres and related facilities in the Guangdong Province, Xiamen and Beijing. CNA Anhua (Hertz) is not connected with the Company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules). As further disclosed under the section headed “Update on the Progress of the Co-operation Projects” in the circular regarding “Update on Progress of the Co-operation Projects with North Anhua Group Corporation and its Related Companies” issued by the Company dated 6 January 2004, according to the supplemental agreement entered between the Group and CNA Anhua (Hertz) dated 15 October 2002, the establishment of a showroom/service centre in Guangdong Province, the PRC, was not pursued. Therefore the number of service centres was reduced to two. The Directors are of the view that the construction of showrooms/service centres and related facilities under these co-operation projects are important to the Group to achieve its business objectives as mentioned in the Prospectus and the prepaid rental expenses were made under normal commercial terms and in the ordinary course of business of the Group. The prepaid rental expenses entitle the Group to use such facilities for 50 years from the date of completion of the developments. The prepaid rental expenses for the development project in Beijing was approximately S\$3,910,000 (equivalent to approximately HK\$18,186,000) (*as at 31 December 2003: S\$3,949,000 (equivalent to approximately HK\$18,032,000)*), was completed in December 2001. The prepaid rental expenses for the development in Haichang, Xiamen amounted to approximately S\$3,527,000 (equivalent to approximately HK\$16,405,000) (*as at 31 December 2003: S\$3,527,000 (equivalent to approximately HK\$16,105,000)*). The development project in Haichang Xiamen was completed in December 2003. The prepaid rental expenses were unsecured and interest free. The prepaid rental expenses for each of the said development projects are amortised on a straight line basis over 50 years from the date of completion.

Other Receivables due from the NAGC Group

The other receivables due from the NAGC Group as at 31 March 2004 amounted to approximately S\$702,000 (equivalent to approximately HK\$3,265,000) (*as at 31 December 2003: S\$665,000 (equivalent to approximately HK\$3,244,000)*) represented the payment made on behalf of CNA Anhua (Hertz) for purchasing the auto parts in Hong Kong and the PRC. The receivables were unsecured, interest free and repayable in cash by September 2004. The Directors considered that the receivables were made under normal commercial terms and in the ordinary course of business of the Group.

Guarantees to NAGC

As at 31 March 2004, guarantees of the amount of approximately S\$7,314,000 (equivalent to approximately HK\$34,019,000) (*as at 31 December 2003: S\$7,314,000 (equivalent to approximately HK\$33,397,000)*) have been provided to a bank in respect of banking facilities granted to Beijing China Automotive Anhua Spare Parts Ltd. (“BCNA”) (a company which is owned as to 45% by CNA Anhua (Hertz), a wholly owned subsidiary of NAGC) since May 2001. As stated in the “Statement of Business Objectives” in the Prospectus, the Group is to provide financial assistance to the Three Sub-licensees in the form of bank guarantees. The guarantees were given to a bank in relation to the banking facilities for the purchase of car fleet by the Three Sub-licensees to operate the car rental business in their designated regions in the PRC. Since the PRC laws and regulations do not allow foreign entities to operate car rental business in the PRC, the Group had to sub-license the car rental business to eligible local companies in the PRC. The Directors consider the guarantees given are under normal commercial terms and in the ordinary course of business of the Group. The above guarantees provided by certain Directors and German Automobiles Pte. Ltd had been released on 9 June 2004 and 16 June 2004 respectively. As advised by the Directors, BCNA is not an affiliated company of the Group as defined in the GEM Listing Rules. Therefore, the Directors consider that there is no disclosure pursuant to Rule 17.18 of the GEM Listing Rules should be made in this announcement.

Advances to the NAGC Group

The advances that has been made to BCNA since February 2003, which remained outstanding as at 31 March 2004, amounted to approximately S\$3,374,000 (equivalent to approximately HK\$15,693,000) (*as at 31 December 2003: S\$3,424,000 (equivalent to approximately HK\$15,635,000)*). The advances were used for the purchase of imported automobiles and related import tax expenses so as to leverage the distribution network of the NAGC Group for marketing and promotional purposes. In 2002, NAGC was able to cater for the demand of the market, therefore no such advances were requested in this respect. As there was an increase in sales volume of the NAGC Group in 2003, NAGC requested these advances. As disclosed under the section headed “Risk Factors” of the Prospectus, the PRC imposes restrictions on the imports of motor vehicles. Only certain entities are eligible to import motor vehicles into the PRC. NAGC is one of these eligible entities in the PRC which are allowed to import and distribute imported automobiles in the PRC. Since the Group relies on NAGC to promote sales of imported cars in the PRC, the Directors consider these advances to NAGC by the Group in this regard are in normal course of business of the Group and under normal commercial terms. Pursuant to the disclosure requirements of Rule 17.18 of the GEM Listing Rules, these advances were unsecured, interest free and repayable in cash by September 2004.

Advances to and trade receivables due from Xiamen Zhong Bao Automobiles Co., Ltd. (“Xiamen Zhong Bao”)

As at 31 March 2004, the advances due from Xiamen Zhong Bao, a company owned as to 12.17% by NAGC, amounted to approximately S\$4,367,000 (equivalent to approximately HK\$20,312,000) (*as at 31 December 2003: S\$5,616,000 (equivalent to approximately HK\$25,644,000)*). Among the total advances, S\$3,822,000 (equivalent to approximately HK\$17,777,000) (*as at 31 December 2003: S\$5,176,000 (equivalent to approximately HK\$23,635,000)*) were made for the marketing activities of the PRC manufactured BMW motor vehicles in October 2003 in accordance with a co-operation agreement entered between Xiamen Zhong Bao and the Group on 7 October 2003. According to this 5 year term agreement, the Group has to provide marketing management and technical services, after sales services and financial assistance to Xiamen Zhag Bao. There were no such advances in 2002 because the marketing activities of the PRC manufactured BMW motor vehicles commenced in 2003. The remaining balance of S\$545,000 (equivalent to approximately HK\$2,535,000) (*as at 31 December 2003: S\$440,000 (equivalent to approximately HK\$2,009,000)*) was the technical fee income derived from the provision of management consulting and technical assistance to Xiamen Zhong Bao in relation to their sales of the PRC manufactured BMW motor vehicles. Pursuant to the disclosure requirements of Rule 17.18 of the GEM Listing Rules, the amounts due were unsecured, interest free and repayable in cash by September 2004. The Directors considered that granting of advances to and trade receivables from Xiamen Zhong Bao are under normal commercial terms and in the ordinary course of business of the Group.

Pursuant to Rule 17.16 of the GEM Listing Rules, the Directors confirm that increase in the amounts of the Group’s advances, guarantees and the trade receivables to the NAGC Group as at the latest practicable date of 30 April 2004 did not exceed 3% of the respective amounts as at 31 March 2004 as disclosed above.

Pursuant to Rule 17.22, the above-mentioned advances, guarantees and trade receivables have been disclosed in the annual report of the Group for the financial year ended 31 December 2003 and will be disclosed in the quarterly report of the Group for the period ended 31 March 2004.

The Directors confirm that no additional advances, financial assistance or guarantees were given by the Group to an entity or entities after 31 March 2004 which would give rise to disclosure obligation pursuant to Rules 17.16 of the GEM Listing Rules.

DISCLOSURE OF TRADE RECEIVABLES PURSUANT TO RULE 17.15 OF GEM LISTING RULES

As at 31 March 2004, each of the following trade receivables from customers of the Group exceeds 8% of the Group’s Market Capitalisation.

None of the following companies is an affiliated company of the Group as defined in the GEM Listing Rules. As advised by the Directors, the following companies are not subsidiaries, or substantial shareholders of the NAGC Group or its associates (as defined in the GEM Listing Rules).

	<i>S\$'000</i>	<i>HK\$'000</i>	% of Total Market Capitalisation
Xiamen Bunlung Automobiles Co. Ltd.	2,557	11,893	22%
Yuet Join Industrial Co. Ltd.	3,051	14,191	26%
Xiamen Xin Cheng Gung Auto Co. Ltd.	2,021	9,400	17%
Beijing Zhong Bao Trading Co. Ltd.	3,602	16,754	30%
Beijing Hui Long Xin Trading Co. Ltd.	2,910	13,535	24%
Xiamen Zi Kung Equipment Co. Ltd.	2,211	10,284	19%
Cheongfuli (Hong Kong) Co. Ltd.	1,888	8,781	16%
Xiamen Feng Chi Automobiles Trading Co. Ltd.	1,619	7,530	14%
Tianjin Chi Meng International Trade Co. Ltd.	1,999	9,298	17%
Xiamen C & D Inc.	1,418	6,594	12%
	<hr/>	<hr/>	
Total	<u>23,276</u>	<u>108,260</u>	

As at 31 March 2004, the trade receivables due from Xiamen Bunlung Automobiles Co. Ltd., which is not connected with the Company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$2,557,000 (equivalent to approximately HK\$11,893,000). The receivables represented the outstanding balances arising from the sales of motor vehicles in the PRC and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by July 2004. The trade receivables due from Xiamen Bunlung Automobiles Co. Ltd. amounted to approximately 22% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Yuet Join Industrial Co. Ltd., which is not connected with the Company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$3,051,000 (equivalent to approximately HK\$14,191,000). The receivables represented the outstanding balances arising from the sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by May 2004. The trade receivables due from Yuet Join Industrial Co. Ltd. was approximately 26% of the Group's Market Capitalisation. The receivables were fully repaid by Yuet Join Industrial Co. Ltd. in May 2004.

As at 31 March 2004, the trade receivables due from Xiamen Xin Cheng Gung Auto Co. Ltd., which is not connected with the company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$2,021,000 (equivalent to approximately HK\$9,400,000). The receivables represented the outstanding balances arising from the sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable in July 2004. The trade receivables due from Xiamen Xin Cheng Gung Auto Co. Ltd. was approximately 17% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Beijing Zhong Bao Trading Co. Ltd., which is not connected with the company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$3,602,000 (equivalent to approximately HK\$16,754,000). Out of this amount, approximately S\$2,681,000 (equivalent to approximately HK\$12,470,000) was trade receivables, representing the outstanding balances arising from the sales of motor vehicles that were considered as ordinary course of business and on normal commercial terms. The balances of approximately S\$921,000 (equivalent to approximately HK\$4,284,000) was advances for the marketing activities of the PRC manufactured BMW motor vehicles that commenced in October 2003, and sales considered in the ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable in cash by July 2004. The trade receivables due from Beijing Zhong Bao Trading Co. Ltd. was approximately 30% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Beijing Hui Long Xin Trading Co. Ltd., which is not connected with the company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$2,910,000 (equivalent to approximately HK\$13,535,000). The receivables represented the outstanding balances arising from the sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by July 2004. The trade receivables due from Beijing Hui Long Xin Trading Co. Ltd. was approximately 24% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Xiamen Zi Kung Equipment Co. Ltd., which is not connected with the company, the directors chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$2,211,000 (equivalent to approximately HK\$10,284,000). The receivables represented the outstanding balances arising from sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by July 2004. The trade receivables due from Xiamen Zi Kung Equipment Co. Ltd. was approximately 19% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Cheongfuli (Hong Kong) Co. Ltd., which is not connected with the company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$1,888,000 (equivalent to approximately HK\$8,781,000). The receivables represented the outstanding balances arising from sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by June 2004. The trade receivables due from Cheongfuli (Hong Kong) Co. Ltd. was approximately 16% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Xiamen Feng Chi Automobiles Trading Co. Ltd., which is not connected with the company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$1,619,000 (equivalent to approximately HK\$7,530,000). The receivables represented the outstanding balances arising from sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by July 2004. The trade receivables due from Xiamen Feng Chi Automobiles Trading Co. Ltd. was approximately 14% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Tianjing Chi Meng International Trade Co. Ltd., which is not connected with the company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$1,999,000 (equivalent to approximately HK\$9,298,000). The receivables represented the outstanding balances arising from sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by July 2004. The trade receivables due from Tianjin Chi Meng International Trade Co. Ltd. was approximately 17% of the Group's Market Capitalisation.

As at 31 March 2004, the trade receivables due from Xiamen C & D Inc., which is not connected with the company, the directors, chief executive, substantial shareholder or management shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), amounted to approximately S\$1,418,000 (equivalent to approximately HK\$6,594,000). The receivables represented the outstanding balances arising from sales of motor vehicles and were considered as ordinary course of the Group's business and on normal commercial terms. The amounts were unsecured, interest free and repayable by July 2004. The trade receivables due from Xiamen C & D Inc. was approximately 12% of the Group's Market Capitalisation.

Pursuant to Rule 17.16 of the GEM Listing Rules, the Directors confirm that increase in the Group's trade receivables from all the above customers as at the latest practicable date of 30 April 2004 did not exceed 3% of the respective amounts of 31 March 2004 as disclosed above.

Pursuant to Rule 17.22, the advances and trade receivables to the above customers of the Group will be disclosed in the annual report of the Group for the financial year ended 31 December 2003 and the quarterly report of the Group for the period ended 31 March 2004.

The Directors confirm that no additional advances, financial assistance nor guarantees were given by the Group to an entity or entities after 31 March 2004 which would give rise to disclosure obligation pursuant to Rules 17.16 of the GEM Listing Rules.

GENERAL

The Group is principally engaged in the (i) distribution of passenger vehicles, in particular, BMW, Honda and Mercedes-Benz passenger vehicles to resellers in Hong Kong and the PRC whose sale targets are the end customers in the PRC; (ii) provision of marketing and technical assistance to NAGC; (iii) provision of after-sales service such as motor vehicles repair and maintenance services in the PRC; and (iv) trading of auto parts and accessories in Hong Kong and the PRC.

Saved as the disclosures pursuant to Rules 17.15, 17.16, 17.17 and 17.18 of the GEM Listing Rules, the Directors have noted that today's decrease in the price and today's increase in the trading volume of the Company's shares and wish to state that the Directors are not aware of any reasons for recent decrease in the price and the recent increase in the trading volume of the Company's shares.

The Directors also confirm that there are no negotiations or agreements relating to intended acquisitions or realizations which are discloseable under Chapters 19 to 20 of the GEM Listing Rules, neither are the Directors aware of any matter discloseable under the general obligation imposed by Rule 17.10 of the GEM Listing Rules, which is or may be of a price-sensitive nature.

The Directors as at the date of this announcement are:

Executive Directors

Mr. Chan Hing Ka Anthony (*Chairman and Managing Director*)

Mr. Loh Kim Her

Mr. Loh Nee Peng

Mr. Xu Ming

Independent non-executive Directors

Ms. Lam So Ying

Mr. Lee Kwok Yung

By order of the Board
G.A. Holdings Limited
Chan Hing Ka Anthony
Chairman and Managing Director

Hong Kong, 24 June 2004

For the purpose of this announcement,

S\$1.00 = HK\$4.587 at 25 March 2004

S\$1.00 = HK\$4.651 at 31 March 2004

S\$1.00 = HK\$4.566 at 31 December 2003

S\$1.00 = HK\$4.484 at 31 December 2002

The conversion rate is for the purpose of illustration only and does not constitute a representation that any amounts have been, could have been, or may be exchanged at the aforementioned or any other rates.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquires, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" page on the GEM website at www.hkgem.com for at least 7 days from the day of its posting.