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# Great Eagle Holdings Limited

鷹君集團有限公司

Incorporated in Bermuda with limited liability

(Stock Code: 41)

## Scrip Dividend Scheme in relation to the Final Dividend for the year ended 31st December 2005

It was announced on 20th April 2006 that the directors of Great Eagle Holdings Limited recommended the payment of a final dividend of HK20 cents per share of HK\$0.50 each in the capital of the Company for the year ended 31st December 2005 by way of a scrip dividend of Shares with a cash option, payable to Shareholders whose names were recorded on the register of members as at 5th June 2006.

The purpose of this announcement is to advise Shareholders as to (a) approval of the Final Dividend at the annual general meeting for 2006 held on 5th June 2006; (b) how the scrip dividend entitlements are arrived at; (c) further details with respect to the election for cash dividend; (d) the despatch to Shareholders of a circular containing details of the Scrip Dividend Scheme and the relevant cash election form on or about 14th June 2006; and (e) the despatch of dividend warrants and/or certificates for the Scrip Shares on or about 11th July 2006.

On 20th April 2006, Great Eagle Holdings Limited (“Company”) announced that the directors (“Directors”) of the Company recommended the payment of a final dividend (“Final Dividend”) of HK20 cents per share of HK\$0.50 each in the capital of the Company (“Share”) for the year ended 31st December 2005 by way of a scrip dividend of Shares (“Scrip Shares”) with a cash option, payable to shareholders of the Company (“Shareholders”) whose names were recorded on the register of members as at 5th June 2006 (“Scrip Dividend Scheme”).

The recommended Final Dividend has been approved at the annual general meeting for 2006 of the Company held on 5th June 2006 and the Scrip Dividend Scheme was confirmed by the Directors immediately thereafter. The Scrip Dividend Scheme is conditional upon listing approval being granted by the Listing Committee of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) in respect of the Scrip Shares to be issued pursuant thereto. Application will be made to the said Listing Committee for a listing of and permission to deal in the Scrip Shares.

The market value for calculating the number of Scrip Shares to be allotted to Shareholders pursuant to the Scrip Dividend Scheme was HK\$23.25 per share, which was the average of the closing prices of HK\$24.47 per share of the Company on the Stock Exchange for the 5 consecutive trading days ended 2nd June 2006 less a 5% discount. Accordingly, the number of Scrip Shares which Shareholders will receive in respect of their shareholdings on 5th June 2006 under the Scrip Dividend Scheme will be calculated as follows:

$$\begin{array}{l} \text{Number of Scrip Shares} \\ \text{to be allotted} \end{array} = \begin{array}{l} \text{Number of existing Shares} \\ \text{held on 5th June 2006} \end{array} \times \frac{\text{HK\$0.20}}{\text{HK\$23.25}}$$

The Scrip Shares to be issued will rank *pari passu* in all respects with the Shares, except that they will not rank for the Final Dividend. The number of Scrip Shares to be allotted to each Shareholder will be rounded down to the nearest whole number. Fractional entitlements to Scrip Shares will not be allotted but will be aggregated and sold for the benefit of the Company.

A circular (“Circular”) containing details of the Scrip Dividend Scheme together with the relevant cash election form will be sent to Shareholders on or about 14th June 2006. Shareholders who wish to elect to receive cash in lieu of Scrip Shares in respect of the Final Dividend, either in whole or in part, should complete and sign the cash election form in accordance with the instructions printed thereon and **return it to the Share Registrars of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, 46th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:00 p.m. on Friday, 30th June 2006.** It will be noticed from the Circular that certain overseas shareholders will not be permitted to participate in the Scrip Dividend Scheme and accordingly they will receive the Final Dividend wholly in cash. No cash election form will be sent to such

shareholders. It is expected that the relevant dividend warrants and/or certificates for the Scrip Shares will be sent to Shareholders by post at the risk of those entitled thereto on or about 11th July 2006 on which dealings of the Scrip Shares will commence.

By Order of the Board  
**TSANG Yiu Wing, Peter**  
Company Secretary

Hong Kong, 5th June 2006

*As at the date of this announcement, the Directors of the Company are:*

*Mr. LO Ying Shek (Chairman and Managing Director), Mrs. LO TO Lee Kwan, Dr. LO Ka Shui (Deputy Chairman and Managing Director), Mr. LO Kai Shui (Deputy Managing Director), \*Mr. CHENG Hoi Chuen, Vincent, \*Professor WONG Yue Chim, Richard, \* Mrs. LEE Pui Ling, Angelina, Mr. LO Hong Sui, Antony, Madam LAW Wai Duen, Mr. LO Hong Sui, Vincent, Dr. LO Ying Sui, Archie and Mr. KAN Tak Kwong*

*\* Independent Non-executive Directors*

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