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(Stock Code: 41)

## ANNOUNCEMENT

### PROPOSED DISPOSAL AND SEPARATE LISTING OF THE HOTEL PROPERTIES IN HONG KONG ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

#### RECORD DATE AND CLOSURE OF THE REGISTERS OF MEMBERS

#### INTRODUCTION

Reference is made to the Company’s announcements of 24 January 2013 and 11 March 2013 (the “**Announcements**”) relating to the Proposed Spin-off, and the Company’s announcement of 27 March 2013 relating to the closures of the registers of members of the Company for ascertaining Shareholders’ entitlement to attend and vote at the 2013 annual general meeting of the Company and to the 2012 final dividend (the “**Previous Book Closures Announcement**”). Capitalised terms in this announcement have the same respective meanings given to them in the Announcements.

#### RECORD DATE AND CLOSURE OF THE REGISTERS OF MEMBERS OF THE COMPANY

As disclosed in the Announcements, the Company intends that if the Proposed Spin-off proceeds, Qualifying Shareholders will be provided with an Assured Entitlement to the Share Stapled Units by way of a preferential application in the Global Offering. The terms of the Assured Entitlement have not yet been finalised and a further announcement will be made by the Company when details of the Assured Entitlement of Qualifying Shareholders are determined.

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For the purpose of determining the Assured Entitlement of Qualifying Shareholders to the Share Stapled Units in the Preferential Offering and pursuant to Rule 13.66 of the Listing Rules, the Board announces that the Record Date will be Wednesday, 15 May 2013, and that the registers of members of the Company will be closed from Friday, 10 May 2013 to Wednesday, 15 May 2013 (both days inclusive). No transfer of Shares will be registered during that period.

In order to qualify for the Assured Entitlement, all transfer of Shares accompanied by the relevant share certificates must be lodged with Computershare Hong Kong Investor Services Limited of Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration by no later than 4:30 p.m. on Thursday, 9 May 2013.

As disclosed in the Previous Book Closures Announcement, the registers of members of the Company will be closed during the same period from Friday, 10 May 2013 to Wednesday, 15 May 2013 (both days inclusive) as set out above for ascertaining Shareholders' entitlement to the 2012 final dividend. Therefore, the book close period of the Company for ascertaining Shareholders' entitlement to the 2012 final dividend and that for determining the Assured Entitlement of Qualifying Shareholders will be identical.

As the final dates of registration and issue of the Prospectus have not yet been determined by the Board, the Record Date and the closure of the registers of members of the Company for determining the Assured Entitlement of Qualifying Shareholders set out in this announcement are subject to change depending on the final timetable of the Proposed Spin-off.

**In the event that there is a change in the record date and the closure of the registers of members of the Company for determining the Assured Entitlement of Qualifying Shareholders, a further announcement will be made by the Company and such revised record date and closure of the registers of members of the Company will supersede and replace the Record Date and the closure of the registers of members of the Company for determining the Assured Entitlement of Qualifying Shareholders set out in this announcement.**

#### **THE PROPOSED SPIN-OFF AND THE GLOBAL OFFERING ARE SUBJECT TO MARKET CONDITIONS AND PRICING**

The Board wishes to emphasise that, notwithstanding this announcement of the Record Date and the closure of the registers of members of the Company, the implementation of the Proposed Spin-off and the Global Offering is subject to, among others, the approval of the Stock Exchange and the final decision of the Board and of the boards of directors of the Trustee-Manager and LHIL as to whether or not to proceed with the Proposed Spin-off and the Global Offering (which is subject to market conditions and pricing). The Board will only proceed with the Proposed Spin-off if the Board considers that the price of the Share Stapled Units which can be obtained under a Global Offering, which is subject to market conditions, is such that proceeding with the Proposed Spin-off on those terms would be in the interests of the Company and the Shareholders as a whole.

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Accordingly, Shareholders and potential investors in the Company should be aware that there is no assurance on whether and when the Proposed Spin-off and the Global Offering will take place. If the Proposed Spin-off and the Global Offering do not proceed for any reason, the Preferential Offering will not proceed. If the Proposed Spin-off and the Global Offering proceed, the timetable for the Global Offering, including the Preferential Offering, will be set out in the Prospectus to be jointly issued by Langham Hospitality Investments and LHIL in connection with the Global Offering and in a further announcement to be made by the Company.

## **GENERAL**

In connection with the Global Offering, the price of the Share Stapled Units may be stabilised in accordance with the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong). Details of any intended stabilisation and how it will be regulated under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) will be contained in the Prospectus.

Further announcement(s) will be made by the Company in relation to the Proposed Spin-off and the detailed timetable for the Global Offering, including the Preferential Offering, as and when appropriate.

**Shareholders and potential investors in the Company should exercise caution when dealing in or investing in the securities of the Company. If in any doubt, Shareholders and other persons contemplating dealing in securities of the Company and potential investors are recommended to consult their professional advisers.**

## **DEFINITIONS**

“Assured Entitlement”	the entitlement of the Qualifying Shareholders to apply for the Share Stapled Units in the Preferential Offering on an assured basis
“Non-Qualifying Shareholders”	Shareholders with registered addresses in, or who are otherwise known by the Company to be residents of, jurisdictions outside Hong Kong on the Record Date and in respect of whom the Directors and the Trustee-Manager and LHIL, based on enquiries made by them, consider it necessary or expedient to exclude them from the Preferential Offering on account either of the legal restrictions under the laws of the relevant jurisdiction in which the relevant Shareholder is located or the requirements of the relevant regulatory body or stock exchange in that jurisdiction
“Preferential Offering”	the proposed preferential offer of the Share Stapled Units to Qualifying Shareholders in the Global Offering

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“Prospectus”	the prospectus to be jointly issued by Langham Hospitality Investments and LHIL in connection with the Hong Kong Public Offering and the Preferential Offering
“Qualifying Shareholders”	Shareholders, other than Non-Qualifying Shareholders, whose names appear in the registers of members of the Company at 4:30 p.m. on the Record Date
“Record Date”	Wednesday, 15 May 2013, being the record date for determining the Assured Entitlement of Qualifying Shareholders to the Share Stapled Units in the Preferential Offering
“Shares”	ordinary shares of the Company of HK\$0.50 each

By Order of the Board  
**Great Eagle Holdings Limited**  
**LO KA SHUI**  
*Chairman and Managing Director*

Hong Kong, 24 April 2013

*As at the date of this announcement, the Board comprises five Executive Directors, namely Dr. LO Ka Shui (Chairman and Managing Director), Mr. LO Kai Shui (Deputy Managing Director) Mr. LO Hong Sui, Antony, Madam LAW Wai Duen and Mr. KAN Tak Kwong (General Manager); three Non-executive Directors, namely Madam LO TO Lee Kwan, Mr. LO Hong Sui, Vincent and Dr. LO Ying Sui; and four Independent Non-executive Directors, namely Mr. CHENG Hoi Chuen, Vincent, Professor WONG Yue Chim, Richard, Mrs. LEE Pui Ling, Angelina and Mr. ZHU Qi.*