

Gold-Face Holdings Limited

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GOLD-FACE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

ANNOUNCEMENT

The Receivers were appointed over the Properties held by Eastern Wealth, the assets held by True Gold and the assets held by Profit Nation.

The Board announces that Mr Wong Po Lung, John has resigned as non-executive director of the Company with effect from 20 May 2003 and that Mr Liu Chun Ning, Wilfred has resigned as independent non-executive director of the Company with effect from 21 May 2003.

At the request of the Company, trading in the Company's shares was suspended from 9:30 a.m. on 19 May, 2003 and will remain suspended until further notice.

Appointment of the Receivers

The Board announces that the Receivers were appointed over (a) the Properties (樂賢居) held by Eastern Wealth on 15 May 2003; (b) the assets including Villa Pinada (茵翠豪庭) held by True Gold on 16 May 2003 and; (c) the assets including Aegean (愛琴灣) held by Profit Nation on 21 May 2003. The appointment of the Receivers was made by (i) Asia Commercial Bank Limited, (ii) Bank of China (Hong Kong) Limited (as the agent of a syndicate of the lenders) and (iii) Liu Chong Hing Bank Limited (as the agent of a syndicate of the lenders) respectively for breach of the terms of the relevant loan documents regarding loans in the aggregate amount of HK\$384.6 million (as to (i) for approximately HK\$5.4 million, as to (ii) for approximately HK\$250 million and as to (iii) for approximately HK\$129.2 million).

The Board also refers to certain newspaper articles published today alleging the disappearance of some of the sale proceeds in respect of units at Villa Pinada (茵翠豪庭). The Board wishes to confirm that the sale proceeds have been applied in respect of Villa Pinada (茵翠豪庭) and the Company will provide to its bankers a detailed account on the use of the sale proceeds shortly. The Board also confirms that the operations of the Group are maintained at a low level and further announcement will be made in respect of the impact of the appointment of the Receivers on the Group.

Litigation

The Board also refers to the announcement made by the Company on 16 April 2003 in respect of litigation proceedings and arbitration between Chun Wo Building Construction Limited, Lipson Enterprises Limited and the Company. The Board confirms that it is not aware of any further development in respect of the said litigation proceedings and arbitration of the Company and will make further announcement as and when necessary.

Resignation of non-executive directors

The Board announces that Mr Wong Po Lung, John has resigned as non-executive director of the Company with effect from 20 May 2003 and that Mr Liu Chun Ning, Wilfred has resigned as independent non-executive director of the Company with effect from 21 May 2003. The Board would like to thank Mr Wong Po Lung, John and Mr Liu Chun Ning, Wilfred for their valuable contribution to the Company during the past years.

The Board will appoint a new independent non-executive director of the Company as soon as possible.

Suspension of trading

At the request of the Company, trading in the Company's shares was suspended from 9:30 a.m. on 19 May, 2003 and will remain suspended until further notice.

Definition:

"Aegean"	(愛琴灣), the residential development located at Tuen Mun Town Lot No.424, Siu Lam, Tsing Fat Street, Tuen Mun, New Territories
"Board"	the board of directors of the Company
"Company"	Gold-Face Holdings Limited, a company incorporated in Bermuda with limited liability and whose shares are listed on The Stock Exchange of Hong Kong Limited
"Eastern Wealth"	Eastern Wealth Investment Limited, a company incorporated in Hong Kong and is a wholly-owned subsidiary of the Company
"Profit Nation"	Profit Nation Development Limited, a company incorporated in Hong Kong and is a wholly-owned subsidiary of the Company
"Properties"	Car Parking Spaces Nos. 102, 103, 105, 106, 107, 108, 109, 110, 111, 201, 202, 203, 205, 206 on 1/F, Car Parking Spaces Nos. 301, 302, 303, 305, 306, 307, 308, 309, 310, 311, 501, 502, 503, 505, 506, 507, 508, 509, 510 on 2/F, Car Parking Spaces Nos. 605, 606, 607, 609, 610, 612, 613, 616, 701, 702, 703, 705, 706, 707, 708, 709, 710, 711, 712 on 3/F, Car Parking Spaces Nos. 805, 806, 809, 901, 902, 903, 905, 906, 907, 908, 909, 910 on 5/F, Car Parking Spaces Nos. 1009, 1012, 1018 on 6/F of Riviera Lodge (樂賢居), No.61 Ting Kok Road, Tai Po, the New Territories owned by Eastern Wealth
"Receivers"	Yeo Boon Ann and Stephen Liu Yiu Keung, who were appointed by (i) Asia Commercial Bank Limited on 15 May 2003; (ii) Bank of China (Hong Kong) Limited (as agent for a syndicate of lenders) on 16 May 2003; and (iii) Liu Chong Hing Bank Limited on 21 May 2003

Gold-Face Holdings Limited

22-05-2003

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“Stock Exchange” The Stock Exchange of Hong Kong Limited
“True Gold” True Gold Investments Limited, a company incorporated in Hong Kong and is a wholly-owned subsidiary of the Company
“Villa Pinada” (茵翠豪庭), the residential development located at Tuen Mun Town Lot No. 451, Tuen Mun, New Territories

By Order of the Board of
GOLD-FACE HOLDINGS LIMITED
Poon Chi Fai
Director

Hong Kong, 21 May, 2003

Please also refer to the published version of this announcement in The Standard dated on 22-05-2003.