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SAINT HONORE HOLDINGS LIMITED

聖安娜控股有限公司

(Incorporated in Bermuda with limited liability)

DISCLOSEABLE TRANSACTION ACQUISITION OF PROPERTY

JBL, an independent third party of the Company, has agreed to sell the Property to KWL, an indirectly wholly owned subsidiary of the Company, pursuant to the S&P Agreement for a consideration of HK\$18,000,000. The consideration was agreed after arm's length negotiations.

The Acquisition constitutes a discloseable transaction for the Company under the Listing Rules.

A circular containing, amongst others, details of the S&P Agreement will be sent to the Shareholders as soon as practicable.

S&P AGREEMENT

Date: 3rd October, 2003

Parties:

Vendor: JBL, a company incorporated in Hong Kong with limited liability. Each of JBL and its beneficial owner(s) is an independent third party not connected with any of the directors, chief executives or substantial shareholders of the Company or any of its subsidiaries or the associates (as defined in the Listing Rules) of any of them

Purchaser: KWL, an indirectly wholly owned subsidiary of the Company

Property:

The Property is all that piece or parcel of ground registered in the Yuen Long New Territories Land Registry as Lot No.3653 in D.D.120 together with the messuages, erections and buildings thereon.

The Property comprises a 3-storey tenement building and a cockloft with a site area of approximately 1,400 square feet and a total saleable area of approximately 3,700 square feet. The Property is non-residential property within the meanings of Section 29A(1) of the Stamp Duty Ordinance.

Part of the Property is sold subject to the existing tenancy agreement. Vacant possession of the Property not subject to the aforesaid tenancy agreement shall be delivered to KWL on completion. The Property is sold free from mortgages and encumbrances.

Consideration:

The consideration of HK\$18,000,000 is to be paid in cash by KWL to JBL and was agreed after arm's length negotiations between JBL and KWL. The Property was valued HK\$18,200,000 as at 2nd October, 2003 pursuant to a valuation conducted by an independent property valuer, BMI Appraisals Limited. The consideration was determined after taking into account the Directors' estimation of the market value of the Property with reference to the said independent valuation and the prevailing market conditions.

Payment terms:

Upon signing of the S&P Agreement, KWL has paid in cash deposit of HK\$1,800,000, representing 10% of the consideration of the Acquisition. KWL will pay in cash the balance of the consideration of the Acquisition, being HK\$16,200,000, to JBL on completion of the Acquisition.

Completion date:

Completion of the S&P Agreement shall take place on or before 3rd November, 2003.

REASONS FOR THE ACQUISITION OF THE PROPERTY

The Group is principally engaged in bakery and eatery business and property investment in Hong Kong. The Directors consider that the Property is a high quality asset for own use and investment purposes. It is intended that part of the Property which is subject to the existing tenancy agreement will be used for rental income purpose while the remaining part of the Property will be used for commercial use. The Directors believe that the Acquisition can enhance the property portfolio and future earnings of the Group.

SOURCES OF THE CONSIDERATION

It is intended that the consideration of the Acquisition will be funded entirely by internal resources of the Group.

GENERAL

The Acquisition constitutes a discloseable transaction for the Company under the Listing Rules. A circular containing, amongst others, details of the S&P Agreement will be sent to the Shareholders as soon as practicable.

DEFINITIONS

"Acquisition"	acquisition of the Property by KWL from JBL pursuant to the S&P Agreement
"Board"	the board of Directors

"Company"	Saint Honore Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the main board of the Stock Exchange
"Directors"	the directors of the Company
"Group"	the Company and its subsidiaries
"JBL"	Jumbo Business Limited, a company incorporated in Hong Kong with limited liability. Each of JBL and its beneficial owner(s) is an independent third party not connected with any of the directors, chief executives or substantial shareholders of the Company or any of its subsidiaries or the associates (as defined in the Listing Rules) of any of them
"KWL"	Kingdom Wise Limited, a company incorporated in Hong Kong with limited liability and an indirectly wholly owned subsidiary of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Property"	Lot No.3653 in D.D. 120 (No.112 Castle Peak Road, Yuen Long, New Territories, Hong Kong)
"S&P Agreement"	the Sale and Purchase agreement dated 3rd October, 2003 entered into between JBL and KWL in relation to the Acquisition
"Shareholders"	the shareholders of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
	By Order of the Board SAINT HONORE HOLDINGS LIMITED Lucy Wong

Lucy Wong Company Secretary

Hong Kong, 7th October, 2003

"Please also refer to the published version of this announcement in The Standard".