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GOLDWIZ HOLDINGS LIMITED

科維控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 586)

ANNOUNCEMENT

APPOINTMENT OF THE RECEIVERS

On 8 November 2002, PPIL as the mortgagor executed the Share Mortgage in favour of HHHIL with respect to the acquisition of the entire equity interest in Risdon by the Company from HHHIL so as to secure the obligations of the Company under the Promissory Note and the Convertible Note. As at the date of this announcement, the outstanding principal amount under the Convertible Note owed by the Company to HHHIL amounted to HK\$129 million.

PPIL, a wholly owned subsidiary of the Company, is the wholly-owned holding company of Risdon which in turn, is the wholly-owned holding company of the Hotel.

On 1 June 2006, the Receivers were appointed by HHHIL with regards to the assets charged by PPIL in favour of HHHIL. These assets include the Shares, the Sale Loan, Related Security and the Assets.

PPIL will attempt to commence discussions with HHHIL in respect of a settlement proposal concerning the Share Mortgage.

In the meantime, the Hotel which is principally engaged in the hotel business and is located in Kunming, PRC, continues to trade in the normal course. The Hotel is operated by HPHML and owned by the Company. Subject to the terms and conditions of the Share Mortgage, the Company holds 100% of the shares in the Hotel.

STATUTORY DEMAND

On 6 June 2006, the Company received two statutory demands from Mr. Suen Cho Hung demanding payment of HK\$62,871,024 and HK\$4,722,949 respectively within 21 days after the date of service of the statutory demands on the Company.

A further announcement will be made to keep shareholders and investors informed of any material development in relation to the foregoing as and when appropriate.

APPOINTMENT OF THE RECEIVERS

On 8 November 2002, PPIL as the mortgagor executed the Share Mortgage in favour of HHHIL with respect to the acquisition of the entire equity interest in Risdon by the Company from HHHIL so as to secure the obligations of the Company under the Promissory Note and the Convertible Note pursuant to the Sale and Purchase Agreement entered into between the Company and HHHIL which was due on the second anniversary of the issue date of the Convertible Note, that is on 8 November 2004.

The Share Mortgage charged by way of fixed first charge and mortgage the Share owned by PPIL in favour of HHHIL, and by way of legal assignment, all of PPIL's rights, title, benefits, claims and interest in and to the Sale Loan and the Related Security to HHHIL.

The Company has settled the Promissory Note in full. The total amount under the Convertible Note owed by the Company to HHHIL was HK\$155 million. As at 29 November 2005, HK\$26 million was paid by the Company to HHHIL under the Convertible Note and the outstanding principal amounted to HK\$129 million which was due from the Company to HHHIL the maturity date which occurred on 8 November 2004. There was no revision or extension of this maturity date, however there was a revised repayment schedule with a deadline of 23 December 2005. In view of the Company's default in repaying the outstanding principal amount due to a lack of an adequate amount of cash, HHHIL exercised its claim over the Charged Assets and appointed the Receivers to execute its claim.

On 1 June 2006, the Receivers were appointed by HHHIL with regards to the assets charged by PPIL in favour of HHHIL. These assets include the Shares, the Sale Loan, Related Security and the Assets.

PPIL, a wholly owned subsidiary of the Company, is the wholly-owned holding company of Risdon which in turn, is the wholly-owned holding company of the Hotel.

As at date of announcement, PPIL and the Company will attempt to commence discussions with HHHIL in respect of a settlement proposal concerning the Share Mortgage. In the event that the PPIL or the Company fail to reach an agreement with HHHIL regarding this settlement proposal, HHHIL may claim its interest in the Charged Assets pursuant to the terms and conditions of the Share Mortgage.

No transactions of any kind with regard to all or any part of the Charged Assets are to take place without the Receiver's written approval.

The Directors are of the view that the appointment of the Receivers would have a significant impact on the Group as the Hotel forms the core business of the Group. The Hotel operations comprised of approximately HK\$26,687,000 or, 25% of the six-months turnover of the Group and approximately HK\$324,159,000, or 46% of the total assets of the Group as at 30 September 2005.

Details regarding the Sale and Purchase Agreement, the Convertible Note and the Promissory Note have already been disclosed in the circular issued by the Company on 19 August 2002.

In the meantime, the Hotel which is principally engaged in the hotel business and is located in Kunming, PRC, continues to trade in the normal course. The Hotel is operated by HPHML and owned by the Company. Subject to the terms and conditions of the Share Mortgage, the Company holds 100% of the shares in the Hotel. The board of directors of the Hotel is nominated as to 50% by the Company and as to 50% by HHHIL.

As at the date of the announcement, the Receivers have commenced their claim to the Charged Assets and have requested for several documents to be provided, but the Company still maintains its interest in the Hotel. Should the settlement proposal to be proposed by the Company to HHHIL fail to be agreed upon, the Company's interests in the Charged Assets, including the Hotel, will come into the possession of the Receivers and HHHIL.

STATUTORY DEMAND

Pursuant to two deeds of assignment entered into between OMA, a registered shareholder of the Company holding about 4.7% in the issued share capital of the Company, the Company and Mr. Suen Cho Hung on 26 February 2006, the indebtedness owed by the Company to OMA, which amounted to a total of HK\$67,593,973 was assigned by OMA to Mr. Suen Cho Hung. The indebtedness owed by the Company to OMA was not governed by any contract and the Company is unaware of the reason behind the assignment as it was a unilateral decision made by OMA. OMA was previously a major shareholder of the Company and has been giving financial support to the Company since the financial year ended 31 March 2000 up to the financial year ended 31 March 2006.

On 6 June 2006, the Company received two statutory demands from Mr. Suen Cho Hung, a third party independent of the Company and its connected persons (as defined in the Listing Rules), demanding payment of approximately HK\$62,871,024 and HK\$4,722,949 respectively within 21 days after the date of service of the statutory demand on the Company.

The Company is currently seeking legal advice regarding the statutory demands from Mr. Suen Cho Hung in relation to the indebtedness.

There are no further debts owed by the Company to Mr. Suen or OMA.

A further announcement will be made to keep shareholders and investors informed of any material development in relation to the foregoing as and when appropriate.

DEFINITIONS

“Assets”	means the following assets referred to in Clause 5 of the Share Mortgage: <ul style="list-style-type: none">(i) all dividends and interest (if any) paid or payable in respect of any of the Shares after the date hereof;(ii) all shares and stocks (and the dividends and interest (if any) in respect thereof) rights, moneys and other properly accruing or offered at any time by way of substitution, redemption, bonus, preference, option or otherwise to or in respect of any of the Shares; and(iii) all allotments, offers, rights benefits, advantages and accretions at any time made, arising or accruing in respect of the same
“Board”	the board of directors of the Company
“Charged Assets”	the Share, the Sale Loan, Related Security and the Assets

“Company”	Goldwiz Holdings Limited, a company incorporated in Bermuda, whose shares are listed on the main board of the Stock Exchange
“Convertible Note”	the convertible note in the principal sum of HK\$155 million issued on 8 November 2002 by the Company due on 8 November 2004
“Group”	the Company and its subsidiaries
“HHHIL”	Hutchison Hotels Holdings (International) Limited, a company incorporated in the British Virgin Islands and is an indirect wholly-owned subsidiary of Hutchison Whampoa
“Hotel”	Harbour Plaza Kunming Co., Ltd., a company which is incorporated in the PRC and engaged in the hotel business, and an indirect wholly-owned subsidiary of the Company
“HPHML”	Harbour Plaza Hotel Management Limited, a company incorporated in Hong Kong and an associate of Hutchison Whampoa
“OMA”	Open Mission Assets Limited, a company incorporated in the British Virgin Islands and a shareholder of the Company. OMA was a major shareholder of the Company holding 23.55% equity interest. In January 2006, 18.84% or 200 million of its shares in the Company were transferred to Top Flying Investment Limited
“PPIL”	Pacific Peace Investments Limited
“PRC”	The People’s Republic of China
“Promissory Note”	the promissory note in the principal sum of HK\$116.25 million issued on 24 July 2002 by the Company and was fully paid up by November 2005 following the expiry of the eight-month, sixteen-month and twenty-four months period after the date of the Sale and Purchase Agreement
“Receivers”	Mr. Kennic L.H. Lui and Ms. Ruby M.Y. Leung both of 5th Floor, Ho Lee Commercial Building, 38-44 D’Aguilar Street, Central, Hong Kong
“Related Security”	means any guarantee, indemnity, undertaking, mortgage, charge, pledge, lien, encumbrance, hypothecation or other security interest or security arrangement of any kind at any time granted by Risdon or any other person to the PPIL or otherwise held by or available to the PPIL as security for the obligations of Risdon to repay the Sale Loan or in respect thereof
“Risdon”	Risdon Limited, a company incorporated in the British Virgin Islands and is the indirect wholly-owned subsidiary of the Company

“Sale Loan”	means all shareholder’s loans due from Risdon Limited to PPIL approximately HK\$314.1 million of which approximately HK\$281.6 million is still outstanding
“Sale and Purchase Agreement”	the sale and purchase agreement entered into between the PPIL and HHHIL with the Company as covenantor on 24 July 2002 for the acquisition of shares in Risdon
“Share”	means one (1) fully paid share of par value US\$1.00 in the capital of Risdon, a company incorporated in the British Virgin Islands, and where the context of the Share Mortgage permits, shall include those dividends, interest, shares, stocks, rights, moneys and other property, allotments, offers, rights, benefits, advantages and accretions as referred to in Clause 5 of the Share Mortgage
“Share Mortgage”	a share mortgage (in respect of shares in Risdon and incorporating an assignment of a loan of HK\$314.1 million owed by Risdon to HHHIL to PPIL on 8 November 2002) executed by PPIL and Risdon on 8 November 2002 in favour of HHHIL pursuant to the Sale and Purchase Agreement

By Order of the Board
Goldwiz Holdings Limited
Lo Oi Kwok, Sheree
Executive Director

Hong Kong, 8 June 2006

As at the date of this announcement, the Company’s executive directors are Mr. Chen Simo, Ms. Qiu Jing, Mr. Wilson Chung, Mr. Yeung Ming Kwong, Ms. Lo Oi Kwok, Sheree whilst the Company’s non-executive directors are Mr. Kwong Wai Tim, William, Mr. Lam Ping Cheung, Mr. Shum Ming Choy, John and the Company’s independent non-executive directors are Mr. Chow Siu Tong, Mr. Wong Tam Yee and Mr. Ip Man Tin, David.

** For identification purpose only*

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