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海灣控股有限公司

GST HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0416)

**ANNOUNCEMENT OF PRICE-SENSITIVE INFORMATION
RELATING TO A POSSIBLE CHANGE IN CONTROL AND
RESUMPTION OF TRADING**

This announcement relating to a possible change in control is made pursuant to Rule 13.09 of the Listing Rules.

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 17 March 2008 pending the release of this announcement. An application has been made for the resumption of trading in the Shares with effect from 2:30 p.m. on 18 March 2008.

Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, as there is no certainty that any transaction will eventuate or that any offer will be made for the Shares.

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The Board wishes to advise the Shareholders that the Board has been informed by GST International Management Limited (“GST International”), the controlling shareholder of the Company being interested in 427,479,369 Shares representing approximately 53.43% of the total issued share capital of the Company, that preliminary discussions have been made between several independent third parties and GST International in respect of a possible acquisition of voting rights from GST International which may result in a change of control of the Company and lead to an offer for the Shares. GST International informed the Company that discussions are at a preliminary stage only and no agreement or memorandum has been signed, and there can be no certainty that such discussions will lead to a change of control or an offer.

Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, as there is no certainty that any transaction will eventuate or that any offer will be made for the

Shares. Further announcement(s) will be made as and when necessary in accordance with the Listing Rules and the Code (if applicable).

As at the date hereof, the Company has a total of 800,000,000 Shares in issue. As at the date hereof, there are 4,500,000 share options issued and outstanding under the Company's share option scheme. Save for the aforesaid, the Company has no other Relevant Securities as at the date hereof. Associates of the Company are reminded to disclose their dealings in the Relevant Securities under Rule 22 of the Code.

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Made by the order of the Board, the directors of which individually and jointly accept responsibility for the accuracy of this announcement.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”	the board of directors of the Company;
“Code”	the Hong Kong Code on Takeovers and Mergers issued by the Securities and Futures Commission of Hong Kong;
“Company”	GST Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the main board of the Stock Exchange;
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Relevant Securities”	relevant securities as defined in Note 4 to Rule 22 of the Code;
“Share(s)”	share(s) of nominal value of HK\$0.1 each in the share capital of the Company;
“Shareholder(s)”	holder(s) of Shares; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

By order of the Board
GST Holdings Limited
SONG Jiacheng
Chairman

Hong Kong, 18 March 2008

In accordance with Rule 3.8 of the Code, reproduced below is the full text of Note 11 to Rule 22 of the Code:

“Responsibilities of stockbrokers, banks and other intermediaries

Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.

This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.

Intermediaries are expected to co-operate with the Executive in its dealings enquires. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”

As at the date of this announcement, the Board comprises eight directors, of whom, Mr. SONG Jiacheng, Mr. CAO Yu and Mr. PENG Kaichen are executive Directors, Mr. ZENG Jun and Mr. LEE Kwan Hung, Eddie are non-executive directors, Mr. CHANG Tso Tung, Stephen, Mr. CHAN Chi On, Derek and Mr. SUN Lun are independent non-executive directors.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Website: <http://www.gst.com.cn>