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ALLIED GROUP LIMITED

(聯合集團有限公司)

(Incorporated in Hong Kong with limited liability)

(Stock Code: 373)

MAJOR TRANSACTION



ALLIED PROPERTIES (H.K.) LIMITED

(聯合地產(香港)有限公司)

(Incorporated in Hong Kong with limited liability)

(Stock Code: 56)



新鴻基有限公司

SUN HUNG KAI & CO. LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 86)

MAJOR TRANSACTION

CONNECTED TRANSACTION

JOINT ANNOUNCEMENT

Placing of existing shares and subscription of new shares in SUN HUNG KAI & CO. LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 86)

DELAY IN DESPATCH OF CIRCULARS

SHK has applied to the Stock Exchange for an extension of time for despatch of its circular from 8th June, 2006 to 30th June, 2006.

AGL and APL have each applied to the Stock Exchange for an extension of time for despatch of their respective circulars from 9th June, 2006 to 30th June, 2006.

References are made to (i) the joint announcement of AGL, APL and SHK dated 17th May, 2006 (the "1st Announcement") in relation to the placing of 169,000,000 shares in SHK (the "1st Placing") and the subscription of 248,000,000 new shares in SHK (the "Subscription"), which will be divided into two portions: only 169,000,000 new shares will be subscribed for by the Vendor on completion of the 1st Placing and the remaining 79,000,000 new shares will be subscribed for if the placing of an additional 79,000,000 shares in SHK (the "2nd Placing") proceeds; and (ii) the joint announcement of AGL, APL and SHK dated 18th May, 2006 (the "2nd Announcement") in relation to the 2nd Placing and the Subscription. Terms defined in the 1st Announcement and the 2nd Announcement have the same meanings when used in this announcement.

Pursuant to Rule 14A.49 of the Listing Rules, a circular containing information in relation to the 1st Placing and the Subscription is required to be despatched by SHK to its shareholders on or before 8th June, 2006, i.e. within 21 days after the publication of the 1st Announcement. As announced in the 2nd Announcement, the 2nd Placing Agreement (including the appointment by the Vendor of SHKIS as placing agent for the 2nd Placing) also constitutes a connected transaction for SHK. Additional time, however, is required by SHK to prepare the circular in a manner in line with the circulars of AGL and APL. Accordingly, SHK has applied to the Stock Exchange for a waiver from the strict compliance with Rule 14A.49 of the Listing Rules so that the despatch of its circular could be postponed from 8th June, 2006 to 30th June, 2006.

Pursuant to Rule 14.38 of the Listing Rules, a circular containing information in relation to the 2nd Placing and the Subscription is required to be despatched by each of AGL and APL to their respective shareholders on or before 9th June, 2006, i.e. within 21 days after the publication of the 2nd Announcement. Additional time, however, is required by AGL and APL to collate and prepare the required information, such as the statements in relation to the working capital and the indebtedness of the groups of AGL and APL, for inclusion in the circulars. Accordingly, AGL and APL have each applied to the Stock Exchange for a waiver from the strict compliance with Rule 14.38 of the Listing Rules so that the despatch of their respective circulars could be postponed from 9th June, 2006 to 30th June, 2006.

As at the date of this announcement, the AGL Directors are:

Executive Directors:

Mr. Lee Seng Hui (*Chief Executive*), Mr. Edwin Lo King Yau, Mr. Mak Pak Hung

Non-executive Directors:

Ms. Lee Su Hwei, Mr. Arthur George Dew

Independent non-executive Directors:

Mr. Wong Po Yan, Mr. David Craig Bartlett, Mr. John Douglas Mackie, Mr. Alan Stephen Jones

As at the date of this announcement, the APL Directors are:

Executive Directors:

Mr. Patrick Lee Seng Wei (*Chief Executive*), Mr. Li Chi Kong

Non-executive Directors:

Mr. Henry Lai Hin Wing, Mr. Steven Lee Siu Chung

Independent non-executive Directors:

Mr. John Douglas Mackie, Mr. Steven Samuel Zoellner, Mr. Alan Stephen Jones

As at the date of this announcement, the SHK Directors are:

Executive Directors:

Mr. Patrick Lee Seng Wei, Mr. Joseph Tong Tang

Non-executive Director:

Mr. Arthur George Dew (*Chairman*)

Independent non-executive Directors:

Mr. David Craig Bartlett, Mr. Alan Stephen Jones, Mr. Carlisle Caldw Procter, Mr. Peter Wong Man Kong

On behalf of the Board
Allied Group Limited
Edwin Lo King Yau
Executive Director

On behalf of the Board
Allied Properties (H.K.) Limited
Patrick Lee Seng Wei
Chief Executive

On behalf of the Board
Sun Hung Kai & Co. Limited
Joseph Tong Tang
Executive Director

Hong Kong, 7th June, 2006