



鈞豪集團有限公司\*

**GRAND FIELD GROUP HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 115)**

**ORDER FOR INJUNCTION DISCHARGED,  
POLL RESULTS OF THE SGM HELD ON 2 DECEMBER 2008  
AND  
CLARIFICATION OF A DIRECTOR'S INTEREST IN  
ANNOUNCEMENT DATED 1 DECEMBER 2008**

**ORDER FOR INJUNCTION DISCHARGED**

Reference is made to the announcement of the Company dated 1 December 2008 which states, among others, that the Company on 28 November 2008 obtained an order for injunction against two shareholders, Worldgate Developments Limited and Logistic China Enterprises Ltd. The said two shareholders on 2 December 2008 obtained an order to discharge the aforesaid order for injunction dated 28 November 2008. As a result, the resolution previously intended to be proposed that the SGM be adjourned was not so proposed at the SGM held on 2 December 2008.

**POLL RESULTS OF THE SGM**

All of the ordinary resolutions, except resolution 3(ii) as set out in the SGM Notice, were duly passed by way of poll at the SGM.

**CLARIFICATION OF A DIRECTOR'S INTEREST IN THE  
ANNOUNCEMENT DATED 1 DECEMBER 2008**

Reference is made to the announcement of the Company dated 1 December 2008 which states, among others, the number of Option Shares in which Ms. Chen was interested in as 5,000,000. In fact, the number of Option Shares should have been 14,000,000 instead of 5,000,000.

\* *For identification purpose only*

This announcement is made pursuant to Rule 13.39(5) and Rule 13.09 of the Listing Rules. Capitalized terms used in this announcement shall bear the meanings as set out in the announcement of the Company dated 1 December 2008 unless the context herein requires otherwise.

## **ORDER FOR INJUNCTION DISCHARGED**

Reference is made to the announcement of the Company dated 1 December 2008 which states, among others, that the Company on 28 November 2008 obtained an order for injunction against two shareholders, Worldgate Developments Limited and Logistic China Enterprises Ltd. whereby they are, among others, restrained from exercising their rights in certain Shares, and for the reasons set out therein, the Board then formed the intention to propose a resolution to adjourn the SGM.

In the morning of 2 December 2008 and a few hours before the SGM was scheduled to take place on the same day in the afternoon, the two shareholders mentioned above obtained an order from the High Court of Hong Kong to discharge the above order for injunction dated 28 November 2008. As a result, the Board did not see fit to propose a resolution at the SGM that the SGM be adjourned. The SGM was held in the afternoon of 2 December 2008 as scheduled.

## **POLL RESULTS OF THE SGM**

Reference is made to the notice dated 14 November 2008 (“**SGM Notice**”) of the SGM convened by Rhenfield and held at 2:00 p.m. on 2 December 2008, at Crystal Room, 2 Holiday Inn Golden Mile, 50 Nathan Road, Tsimshatsui, Kowloon, Hong Kong, and the circular dated 14 November 2008 containing the SGM Notice. All of the ordinary resolutions, except resolution 3(ii) as set out in the SGM Notice, were duly passed by way of poll by the Shareholders at the SGM:

Ordinary resolutions		Number of votes (%)	
		For	Against
1	To approve the revocation of the general mandate and the extension thereof given to the board of directors of the Company pursuant to resolutions numbered 4(A), 4(B) and 4(C) as set out in the announcement of the Company dated 18 June 2008.	1,041,472,025 (55.83%)	824,044,000 (44.17%)
2	To disapprove the proposed acquisition of the Yangzhou Project (as defined in the Company's announcement dated 23 June 2008).	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(i)	To approve the appointment of Mr. Zhao Yang (趙陽) as an executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(ii)	To approve the appointment of Mr. Huang Dennis Chong (黃立衝) as a non-executive director of the Company.	670,186,660 (44.85%)	824,044,000 (55.15%)
3(iii)	To approve the appointment of Mr. Lim Francis (林偉明) as an executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(iv)	To approve the appointment of Mr. Wong Ching Wan (王青雲) as an independent non-executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(v)	To approve the appointment of Mr. Chen Mudong (陳木東) as a non-executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(vi)	To approve the appointment of Mr. Ma Xuemian (馬學綿) as an executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(vii)	To approve the appointment of Mr. Ng Ka Chong (吳家創) as a non-executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(viii)	To approve the appointment of Ms. Chan Kit Yee Katherine (陳潔儀) as an independent non-executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)
3(ix)	To approve the appointment of Mr. David Chi-ping Chow (周啟平) as an independent non-executive director of the Company.	1,041,478,425 (55.83%)	824,044,000 (44.17%)

As at the date of the SGM, there was a total of 2,516,810,000 Shares of HK\$0.02 each in the share capital of the Company in issue. Given no person is required to abstain from voting at the SGM under the Listing Rules, the total number of Shares entitling the Shareholders to attend and vote for or against the above resolutions at the SGM is also 2,516,810,000 Shares, being the entire issued share capital of the Company as at the date of the SGM. There was no Share entitling the Shareholders under the Listing Rules to attend and vote only against the resolutions set out in the SGM Notice at the SGM.

Tricor Secretaries Limited, the branch share registrar of the Company in Hong Kong, was appointed and acted as the scrutineer for the vote-taking at the SGM.

### **CLARIFICATION OF A DIRECTOR'S INTEREST IN THE ANNOUNCEMENT DATED 1 DECEMBER 2008**

Reference is made to the announcement of the Company dated 1 December 2008 which states, among others, the number of Option Shares in which Ms. Chen Yu, an executive director appointed on 1 December 2008, was interested in was 5,000,000. In fact, the number of Option Shares that Ms. Chen was interested in should have been 14,000,000 instead of 5,000,000. The reference to 5,000,000 Option Shares in the announcement of the Company dated 1 December 2008 was made due to inadvertence.

Save as disclosed above, Ms. Chen Yu confirmed that are no other matters that need to be brought to the attention of the shareholders of the Company in connection with her appointment as an executive director of the Company and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board  
**Grand Field Group Holdings Limited**  
**CHU KING FAI**  
*Chairman*

Hong Kong, 2 December 2008

*As at the date of this announcement, the Board comprises nine executive Directors, namely Mr. Chu King Fai, Mr. Au Kwok Chuen, Vincent, Mr. Wen Li, Miss Wang Zi-Han, Miss Ho Suk Yin, Nancy, Ms. Chen Yu, Mr. Zhao Yang, Mr. Lim Francis and Mr. Ma Xuemian; four non-executive Directors, namely Mr. Zhao Juqun, Mr. Ho Wah Sang, Mr. Chen Mudong; and Mr. Ng Ka Chong; and six independent non-executive Directors, namely Dr. Wong Yun Kuen, Mr. Yang Biao, Mr. Mok King Tong, Mr. Wong Ching Wan, Ms. Chan Kit Yee Katherine and Mr. David Chi-ping Chow.*