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信德集團



SHUN TAK HOLDINGS

SHUN TAK HOLDINGS LIMITED

信德集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 242)

Website: <http://www.shuntakgroup.com>

ANNOUNCEMENT

ESTABLISHMENT OF

US\$1,000,000,000

GUARANTEED MEDIUM TERM NOTE PROGRAMME

BY

JOYOUS GLORY GROUP LIMITED

榮樂集團有限公司

(Incorporated in the British Virgin Islands with limited liability)

The Board is pleased to announce that the Issuer, an indirect wholly-owned subsidiary of the Company, has on 20 February 2013 established a US\$1,000,000,000 medium term note programme. The Notes may be issued by the Issuer from time to time and will be unconditionally and irrevocably guaranteed by the Company.

Application has been made to the Stock Exchange for the listing of the Programme and for the listing of, and permission to deal in, any Notes issued thereunder within 12 months after 20 February 2013 by way of debt issues to professional investors only (as defined under the SFO) in accordance with Chapter 37 of the Listing Rules. The listing of the Programme is expected to become effective on 21 February 2013.

This announcement is made pursuant to the Inside Information Provisions under Part XIVA of the SFO and Rule 13.09 of the Listing Rules.

ESTABLISHMENT OF THE PROGRAMME

The Board is pleased to announce that the Issuer has on 20 February 2013 established the Programme.

A summary description of the Programme is as follows:

Issuer:	Joyous Glory Group Limited
Guarantor:	The Notes will be unconditionally and irrevocably guaranteed by the Company as guarantor.
Size:	Up to US\$1,000,000,000 (or the equivalent in other currencies at the date of issue) aggregate nominal amount of Notes outstanding at any one time. There will be no public offering of the Notes under the Programme in Hong Kong, the United States or any other relevant jurisdiction.
Types of the Notes:	The Programme allows for the issue of the Notes in any currency and in any maturity agreed between the Issuer, the Company and the Dealers subject to compliance with relevant laws, regulations and directives. The Notes may be fixed rate, floating rate, zero-coupon, dual currency or index linked and may be of any size (subject to the limitation set out in the preceding paragraph).
Sole Arranger:	The Hongkong and Shanghai Banking Corporation Limited

Dealers: Crédit Agricole Corporate and Investment Bank and The Hongkong and Shanghai Banking Corporation Limited

The Issuer and the Guarantor may from time to time appoint dealers either in respect of one or more tranches or in respect of the whole Programme.

PROPOSED LISTING OF THE PROGRAMME

Application has been made to the Stock Exchange for the listing of the Programme and for the listing of, and permission to deal in, any Notes issued thereunder within 12 months after 20 February 2013 on the Stock Exchange by way of debt issues to professional investors only (as defined under the SFO) in accordance with Chapter 37 of the Listing Rules. The listing of the Programme is expected to become effective on 21 February 2013.

USE OF PROCEEDS

The Issuer currently intends to on-lend the net proceeds from each issue of the Notes to the Group to be used for general corporate purpose. If, in respect of any particular issue, there is a particular identified use of proceeds, this will be stated in the applicable pricing supplement. The principal amount and timing of drawdown(s) of the Notes under the Programme are dependent on, amongst others, market conditions and the corporate needs of the Group.

Since the Issuer may or may not proceed with drawdowns under the Programme, the timing of drawdown(s) (if any) is uncertain. In addition, as the terms of each drawdown may vary within the parameters set out in the Programme, shareholders of the Company and prospective investors are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

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

“Board”	the board of directors of the Company
“Company”	Shun Tak Holdings Limited, a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Stock Exchange (Stock Code: 242)
“Dealers”	Crédit Agricole Corporate and Investment Bank and The Hongkong and Shanghai Banking Corporation Limited

“Group”	collectively, the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Issuer”	Joyous Glory Group Limited, a company incorporated in the British Virgin Islands with limited liability and an indirect wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notes”	notes to be issued under the Programme
“Programme”	the US\$1,000,000,000 guaranteed medium term note programme established by the Issuer
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	US dollars, the lawful currency of the United States of America

By order of the Board
SHUN TAK HOLDINGS LIMITED
Angela Tsang
Company Secretary

Hong Kong, 20 February 2013

As at the date of this announcement, the directors of the Issuer are Ms. Pansy Ho, Ms. Daisy Ho, Ms. Maisy Ho and Mr. David Shum.

As at the date of this announcement, the executive directors of the Company are Dr. Stanley Ho, Ms. Pansy Ho, Ms. Daisy Ho, Ms. Maisy Ho, Mr. David Shum and Mr. Rogier Verhoeven; the non-executive directors are Dato’ Dr. Cheng Yu Tung and Mrs. Louise Mok; and the independent non-executive directors are Sir Roger Lobo, Mr. Norman Ho, Mr. Charles Ho and Mr. Michael Ng.