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MANDARIN ENTERTAINMENT (HOLDINGS) LIMITED

東方娛樂控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 0009)

DISCLOSEABLE TRANSACTION ACQUISITION OF PROPERTIES

The Board of the Company announces that EB Limited and GP Limited, two indirect wholly-owned subsidiaries of the Company, have on 12 November 2007 and 14 November 2007 entered into the Agreements with GUH and Mr. Yuen respectively, pursuant to which GUH has agreed to sell and EB Limited has agreed to purchase Property A at the consideration of HK\$4,418,000 and Mr. Yuen has agreed to sell and GP Limited has agreed to purchase Property B at the consideration of HK\$4,732,200. The Acquisitions are not inter-conditional and Pursuant to Rule 14.22 of the Listing Rules, the aggregation of the Acquisitions constitutes a discloseable transaction for the Company. Further details of the Acquisitions will be included in a circular to be despatched to the shareholders of the Company.

ACQUISITIONS

Property A

- Date of the Agreement : 12 November 2007
- Vendor : GUH, Grand Unique Holdings Limited which, to the best of the Directors' knowledge, information and belief and having made all reasonable enquiry, each of GUH and its ultimate beneficial owner is an Independent Third Party.
- Purchaser : EB Limited, Ease Brilliant Limited, an indirect wholly-owned subsidiary of the Company.
- Summary : On 12 November 2007, EB Limited entered into the First Agreement with GUH for the acquisition of Property A. Pursuant to the terms of the First Agreement, EB Limited will acquire Property A from GUH at a consideration of HK\$4,418,000. The consideration of Property A was arrived at after arm's length negotiation between EB Limited and GUH and was determined with reference to the current market value of properties in the nearby locality.

* for identification purpose only

Deposit and vacant possession : A deposit of HK\$441,800 has been paid by EB Limited upon the signing of the First Agreement on 12 November 2007. The balance of the consideration of Property A is schedule to take place on or before 5 December 2007. Upon completion, vacant possession of Property A will be delivered to EB Limited.

Property B

Date of the Agreement : 14 November 2007

Vendor : Mr. Yuen, Mr. Yuen Avent Gar Kit who, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, is an Independent Third Party.

Purchaser : GP Limited, Good Phase Limited, an indirect wholly-owned subsidiary of the Company.

Summary : On 14 November 2007, GP Limited entered into the Second Agreement with Mr. Yuen for the acquisition of Property B. Pursuant to the terms of the Second Agreement, GP Limited will acquire Property B from Mr. Yuen at a consideration of HK\$4,732,200. The consideration of Property B was arrived at after arm's length negotiation between GP Limited and Mr. Yuen and was determined with reference to the current market value of properties in the nearby locality.

Deposit and vacant possession : A deposit of HK\$473,220 has been paid by GP Limited upon the signing of the Second Agreement on 14 November 2007. The balance of the consideration of Property B is schedule to take place on or before 31 January 2008. Upon completion, vacant possession of Property B will be delivered to GP Limited.

Each of the Properties is for commercial purpose and currently vacant. No rental incomes have been generated from the Properties for the two financial years immediately preceding the transaction.

REASONS FOR ACQUISITIONS

The Group is principally engaged in the films production business. The Properties will be held by the Group as investments. The Directors (including the independent non-executive Directors) are of the view that the Acquisitions were in the interest of the Group and the terms of the Acquisitions were in normal commercial terms, which were fair and reasonable and in the interests of the shareholders of the Company as a whole, through arm's length negotiations between the parties. The Directors have compared the market value of the properties nearby to arrive at the conclusion that the consideration of the Properties is fair and reasonable.

The Acquisitions will be partly funded through internal resources and partly through external financing.

The Company has not acquired any property in the past 12 months. To best of the Directors' knowledge, information and belief and having made all reasonable enquiry, no vendors or their ultimate beneficial owners of the past acquisitions have any relationship with each of the GUH and Mr. Yuen in the past 12 months.

REGULATORY ASPECTS

The Acquisitions are not inter-conditional. Given the size or value, the acquisition of Property A does not alone constitute a discloseable transaction for the Company. Nevertheless, on aggregating their size or value (by reason of the Acquisitions constituting a series of transactions as described in paragraph 14.22 of the Listing Rules), the Acquisitions constitute a discloseable transaction for the Company under Chapter 14 of the Listing Rules. A circular containing information relating to the Acquisitions will be despatched by the Company to its shareholders as soon as practicable.

GENERAL

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Wong Pak Ming, Ms. Wong Kit Fong, Ms. Wong Yee Kwan, Alvina and Ms. Law Kee, Alice; and three independent nonexecutive Directors namely Mr. Tang Kai Kui, Terence, Mr. Choy Sze Chung, Jojo and Mr. Tsui Pui Hung.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Agreements”	collectively, First Agreement and Second Agreement
“Acquisitions”	the series of acquisitions of Property A and Property B purchased from the Independent Third Parties in an aggregate consideration of HK\$9,150,200
“Board”	the board of Directors
“Company”	Mandarin Entertainment (Holdings) Limited
“Directors”	the directors of the Company
“EB Limited”	Ease Brilliant Limited, an indirect wholly-owned subsidiary of the Company
“First Agreement”	an agreement for sale and purchase dated 12 November 2007 entered into between GUH and EB Limited in relation to Property A
“GP Limited”	Good Phase Limited, an indirect wholly-owned subsidiary of the Company

“Group”	the Company and its subsidiaries
“GUH”	Grand Unique Holdings Limited, a limited liability company incorporated under the laws of Hong Kong which, together with its ultimate beneficial owner is an Independent Third Party
“Independent Third Party/Parties”	third parties independent of and not connected with the Company or its connected persons (as defined in the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Yuen”	Mr. Yuen Avent Gar Kit who, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, is an Independent Third Party
“Property A”	Unit C on 6th Floor, CNT Tower, No. 338 Hennessy Road, Hong Kong
“Property B”	Unit B on 19th Floor, CNT Tower, No. 338 Hennessy Road, Hong Kong
“Properties”	collectively, Property A and Property B
“Second Agreement”	an agreement for sale and purchase dated 14 November 2007 entered into between Mr. Yuen and GP Limited in relation to Property B
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

By Order of the Board
Mandarin Entertainment (Holdings) Limited
Wong Pak Ming
Chairman

Hong Kong, 15 November 2007