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## Great Harvest Maeta Group Holdings Limited 榮 豊 聯 合 控 股 有 限 公 司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 3683)

## **DISCLOSURE PURSUANT TO RULE 13.18**

This announcement is made by Great Harvest Maeta Group Holdings Limited (the "**Company**" and together with its subsidiaries, the "Group") in compliance with the disclosure requirements under Rule 13.18 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited.

By an agreement dated 19 November 2010 (the "Facility Agreement") entered into between (1) Way Ocean Shipping Limited ("Way Ocean"), a wholly-owned subsidiary of the Company, as borrower; (2) the Company as guarantor; and (3) a bank as lender, the lender has agreed to grant a loan facility (the "Facility") of up to the principal amount of US\$26,000,000 for financing of the acquisition of a vessel (the "Vessel") by Way Ocean. Details of the acquisition have been set out in the Company's announcement dated 25 October 2010 and in its circular to shareholders of the Company dated 15 November 2010.

The Facility is for a term of seven years. The Facility is secured by, among others, the following: (1) corporate guarantee from the Company (2) first priority mortgage over the Vessel; (3) first priority assignment of earnings, insurances and requisition compensation over the Vessel; and (4) share charge over the entire issued share capital in Way Ocean.

The Facility Agreement contains the usual cross default provisions and a further requirement that Mr. Yan Kim Po ("**Mr. Yan**") and Ms. Lam Kwan ("**Ms. Lam**") shall during the term of the Facility ultimately hold not less than 51% of the issued share capital in the Company. A breach of such requirement will constitute an event of default under the Facility Agreement, and as a result, the Facility is liable to be declared immediately due and payable. The occurrence of such circumstance may trigger the cross default provisions of other banking/ credit facilities available to the Group and, as a possible consequence, these other facilities may also be declared to be immediately due and payable.

As at the date of this announcement, Ablaze Rich Investments Limited, a company whollyowned and controlled by Mr. Yan and Ms. Lam, owns about 72.29% of the entire issued share capital in the Company. Each of Mr. Yan, Ms. Lam and Ablaze Rich Investments Limited is a controlling shareholder of the Company for the purpose of the disclosure obligation under Rule 13.18 of the Listing Rules.

> For and on behalf of the board of Directors Great Harvest Maeta Group Holdings Limited Yan Kim Po Chairman

Hong Kong, 19 November 2010

As at the date of this announcement, the executive Directors are Mr. Yan Kim Po, Ms. Lam Kwan and Mr. Cao Jiancheng; and the independent non-executive Directors are Mr. Cheung Kwan Hung, Mr. Chan Chung Bun, Bunny and Mr. Wai Kwok Hung.