

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Great Harvest Maeta Group Holdings Limited

榮 豐 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**”, together with its subsidiaries, the “**Group**”) in compliance with the disclosure requirements under Rule 13.18 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

By a facility agreement (the “**Facility Agreement**”) dated 2 December 2013 and entered into between (i) Joy Ocean Shipping Limited and Prosperity Plus Enterprises Limited (“**Prosperity Plus**”), each being a wholly-owned subsidiary of the Company, as borrowers (the “**Borrowers**”); (ii) the Company as guarantor; and (iii) a bank as lender, the lender has agreed to grant a loan facility (the “**Facility**”) for the aggregate principal amount of up to US\$16 million in two tranches to the Borrowers to finance or refinance the acquisition cost of GH Fortune and a vessel to be acquired by Prosperity Plus (the “**Vessels**”).

The principal amount of the Facility shall be repaid by quarterly instalments with final maturity date no later than 1 March 2019. The Facility is secured by, inter alia, (a) corporate guarantee from the Company; (b) first priority mortgage over the Vessels; (c) first priority assignment of charter-hire income, insurances and requisition compensation in respect of the Vessels; and (d) share charge over the entire issued share capital of each of the Borrowers.

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 ultimately hold not less than 51% of the issued share capital of 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 or 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 wholly-owned and controlled by Mr. Yan and Ms. Lam, owns about 74.26% 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
Great Harvest Maeta Group Holdings Limited
Yan Kim Po
Chairman

Hong Kong, 2 December 2013

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.