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JOINT ANNOUNCEMENT REVISED SETTLEMENT PROPOSAL FOR THE EXISTING CONVERTIBLE BONDS AND EXCHANGEABLE BONDS OF PALIBURG PROPOSED TRANSFER OF ASSET BY PALIBURG TO REGAL

The board of directors of Paliburg announces that terms of the Proposal (as defined in the joint announcement of Century City, Paliburg and Regal dated 16th November, 2001) have been revised. Under the Revised Proposal, Paliburg will transfer to the Bondholders its entire interests in Paliburg Plaza and Kowloon City Plaza (together with the securitised loan attached) and approximately 1.9 billion Regal shares. Unlike the original Proposal, no new shares of Paliburg will be issued and transferred to the Bondholders under the Revised Proposal. Paliburg also proposes to transfer its 40% interest in the residential development project at Stanley, Hong Kong to Regal in consideration for new Regal shares in order to facilitate the proposed transfer of the Subject Regal Shares to the Bondholders under the Revised Proposal.

On 26th April, 2002, Paliburg entered into the Standstill Agreement with certain major Bondholders. Under the Standstill Agreement, each of those major Bondholders indicated that it is, in principle, in favour of the Revised Proposal and agreed that during the standstill period it will not take any legal action against the issuers of the Bonds, being Paliburg Finance (C.B. 2002) Limited and Paliburg International Finance Limited, or the guarantor of the Bonds, being Paliburg, in connection with the outstanding indebtedness under the Bonds and it will vote against any Bondholders' resolution proposing such acts. In return, Paliburg agreed to create first fixed charges in favour of the Bondholders over, among other things, the entire issued share capitals of Master Portrait Limited and Soaring Star Investments Limited which own the entire interests in Kowloon City Plaza and Paliburg Plaza respectively (subject to the mortgages created over the two properties in relation to the securitised loan).

At the request of the companies, trading in the shares of Century City, Paliburg and Regal was suspended with effect from 9:30 a.m. on 26th April, 2002, pending the release of this announcement. Applications have been made for the resumption of trading in the shares of Century City, Paliburg and Regal with effect from 9:30 a.m. on 29th April, 2002.

Shareholders and investors of Century City, Paliburg and Regal should exercise extreme caution when dealing in the shares of the companies.

Century City International Holdings Limited ("Century City"), Paliburg Holdings Limited ("Paliburg") and Regal Hotels International Holdings Limited ("Regal") refer to the joint announcement made by them dated 16th November, 2001 (the "Announcement"). Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement, unless defined otherwise.

The Proposal as set out in the Announcement aimed at settling the Bonds in full and involved, among other things, the exchange and cancellation of the outstanding Bonds (with accrued interest, premium and principal outstanding of approximately HK\$3.7 billion as at 31st December, 2001) in return for: (i) Paliburg's entire interests in Paliburg Plaza and Kowloon City Plaza (together with the securitised loan attached); (ii) the issue of 463,669,490 new shares of Paliburg; and (iii) the transfer of 1,432,798,472 existing shares of Regal held by Paliburg.

In the course of finalizing the detailed terms of the settlement proposal of the Bonds, Paliburg has formulated a revised settlement proposal (the "Revised Proposal") and has requested the negotiation committee of the Bondholders to consider the Revised Proposal. Under the Revised Proposal, all relevant indebtedness under the Bonds will be cancelled and in return Paliburg will transfer to the Bondholders (i) its entire interests in Paliburg Plaza and Kowloon City Plaza (together with the securitised loan attached) and (ii) approximately 1.9 billion Regal shares (the "Subject Regal Shares"). Paliburg proposes to transfer its 40% interest in Chest Gain Development Limited to Regal (the "Proposed Asset Transfer") in consideration for new Regal shares to be allotted to Paliburg with a view to facilitating the transfer of the Subject Regal Shares to the Bondholders. Chest Gain Development Limited is the owner of the residential development site at Rural Building Lot No. 1138, Wong Ma Kok Road, Stanley, Hong Kong. Under the Revised Proposal, there will be no issue of new shares of Paliburg to the Bondholders.

As under the Proposal, the Subject Regal Shares to be transferred to the Bondholders will not immediately be released to the Bondholders but will, except in certain limited circumstances such as default or breach of covenants, be held in a special purpose company which will be a wholly-owned subsidiary of Paliburg, for a period of 12 months after completion of the Revised Proposal. Thereafter, they will be released to the Bondholders in four equal tranches quarterly in accordance with the Revised Proposal. As under the Proposal, Paliburg will retain control of the voting rights attached to the Subject Regal Shares whilst the Subject Regal Shares are still being held by the above special purpose company after completion of the Revised Proposal. It is expected that the transfer of the Subject Regal Shares to the above special purpose company will not by itself trigger a change in control of Regal. Paliburg is currently holding approximately 2.8 billion Regal shares, representing approximately 70% of the existing issued share capital of Regal before taking into account any new Regal shares which may be issued under the Proposed Asset Transfer. Depending on the then shareholding structure of Regal, Regal may cease to be a subsidiary of Paliburg and Century City upon the phased release of the Subject Regal Shares to the Bondholders.

On 26th April, 2002, Paliburg entered into a standstill agreement (the "Standstill Agreement") with certain major Bondholders (the "Major Bondholders"). Under the Standstill Agreement, each of the Major Bondholders indicated that, in principle, it is in favour of the Revised Proposal, and agreed that during the standstill period:

- it will not take any legal action, proceedings and/or enforcement action against the issuers of the Bonds, being Paliburg Finance (C.B. 2002) Limited and Paliburg International Finance Limited (both being wholly-owned subsidiaries of Paliburg), or the guarantor of the Bonds, being Paliburg, in connection with the outstanding indebtedness under the Bonds and will not instruct or request the trustees of the Bonds to do any of such acts; and
- it will vote against any Bondholders' resolution requesting or instructing such acts.

Under the Standstill Agreement, the standstill period means the period commencing from the date of the Standstill Agreement and ending on the earlier of:

- the date falling two calendar months after posting of the necessary circulars by Paliburg and Regal to their respective shareholders

regarding the Revised Proposal and/or the Proposed Asset Transfer and the circulars by Paliburg Finance (C.B. 2002) Limited and Paliburg International Finance Limited to the Bondholders;

- the date of the meetings of the Bondholders for considering the Revised Proposal; and
- the termination of the Standstill Agreement.

The Standstill Agreement will be terminated if, among other reasons:

- any other creditor of the Paliburg Group (being Paliburg and its subsidiaries and associated companies (excluding the Regal Group)) or the Regal Group (being Regal and its subsidiaries and associated companies) takes any enforcement action in connection with any outstanding indebtedness owed by any member of the Paliburg Group or the Regal Group and such action would reasonably be considered to be materially prejudicial to the Paliburg Group or the Regal Group; or
- any of the Paliburg or Regal shareholder circulars or the Bondholder circulars are not posted within two calendar months of the date of the Standstill Agreement (or other extended period agreed by the Major Bondholders in the Standstill Agreement).

In consideration of the entering into of the Standstill Agreement, Paliburg agreed to create first fixed charges over, among other things, the entire issued share capitals of Master Portrait Limited and Soaring Star Investments Limited in favour of the Bondholders. Master Portrait Limited and Soaring Star Investments Limited are indirect wholly-owned subsidiaries of Paliburg which respectively own the entire interests in Kowloon City Plaza and Paliburg Plaza (subject to the mortgages created over the two properties in relation to the securitised loan).

The Revised Proposal and the Proposed Asset Transfer may constitute notifiable transactions for Century City, Paliburg and Regal under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). **Detailed terms of the Revised Proposal and the Proposed Asset Transfer have not been finalized and are subject to further negotiations between Paliburg, the Bondholders and Regal. No formal proposal has been made by Paliburg to Regal regarding the Proposed Asset Transfer and the board of directors of Regal has not formally considered the Proposed Asset Transfer. Implementation of the Revised Proposal and/or the Proposed Asset Transfer will be conditional on, amongst other things, settlement of definitive documentation and the obtaining of all necessary consents and approvals, including the Bondholders, other relevant lenders, and the shareholders of Century City, Paliburg and Regal. Shareholders of Century City, Paliburg and Regal should note that the Revised Proposal and the Proposed Asset Transfer may or may not take place.** Century City, Paliburg and Regal will comply with all applicable requirements under the Listing Rules in this regard and will make further announcement(s) regarding the Revised Proposal and/or the Proposed Asset Transfer when it is required under the Listing Rules.

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By order of the Board Century City International Holdings Limited Eliza Lam Sau Fun Secretary	By order of the Board Paliburg Holdings Limited Eliza Lam Sau Fun Secretary	By order of the Board Regal Hotels International Holdings Limited Eliza Lam Sau Fun Secretary
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Hong Kong, 26th April, 2002

The directors of Century City, Paliburg and Regal jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement herein misleading.