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Pioneer
PIONEER GLOBAL GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code : 00224)

**MAJOR TRANSACTION: ACQUISITION OF PROPERTY AT CITY
GARDEN PODIUM**

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**DISCLOSEABLE TRANSACTION: ACQUISITION OF PROPERTY
AT GREAT EAGLE CENTRE**

Major Transaction

On 2 & 3 February 2005, Supreme Success Limited, a wholly owned subsidiary of the Company entered into provisional agreements to acquire various retail property units on the 1st floor, ground floor and the basement floor of the podium of City Garden (“Property A”, “Property B” & “Property C”) from three different independent third parties involving a total consideration of HK\$106,636,000 in cash. Service fee of HK\$11,105,000 was payable to Asia Asset Limited as project consultant assisting Supreme Success Limited in the property acquisition pursuant to an agreement dated 2 February 2005.

The acquisition of Property A, Property B and Property C shall enable the Group to own a total gross floor area of 63,840 sq. ft. retail space, including all units on the basement floor, of the podium of blocks 1, 2 & 3, City Garden. The aforesaid transactions on an aggregate basis contemplated constitutes a major transaction of the Company under Chapter 14.06(3) of the Listing Rules and subject to approval from shareholders. However, no shareholders meeting will be convened as written approval has been obtained from a closely allied group of shareholders who together hold more than 50% in nominal value of the securities giving the right to attend and vote at general meeting to approve the transaction and such shareholders and their respective associates have no interest in the provisional agreements and transactions which is different from other shareholders of the Company. No other shareholders and their associates have any interest in the transactions which is different from other shareholders of the Company. A circular relating to these transactions will be dispatched to the shareholders as soon as practicable and within 21 days from the date of this announcement.

Discloseable Transaction

On 4 February 2005, Anpona Investments Limited, a wholly owned subsidiary of the Group, entered into an agreement to acquire office units on the 18th floor of Great Eagle Centre (“Property D”) from Vendor D, another independent third party at a consideration of HK\$34,000,000 in cash.

The transaction contemplated under the agreement constitutes a discloseable transaction of the Company under Chapter 14.06(2) of the Listing Rules. A circular in connection with the acquisition of the property will be dispatched to the shareholders of the Company as soon as practicable and within 21 days from the day of publication of this announcement.

At the request of the Company, trading of shares of the Company on the Stock Exchange was suspended with effect from 9:30 a.m. on 4 February 2005 pending the issue of this announcement. Application has been made to the Stock Exchange for the resumption of trading of the shares of the Company with effect from 9:30 a.m. on 21 February 2005.

MAJOR TRANSACTION

ACQUISITION OF PROPERTY AT CITY GARDEN PODIUM

Supreme Success Limited, a wholly owned subsidiary of the Company, entered into three (3) provisional agreements to purchase various retail property units on the 1st floor, ground floor and the basement floor of the podium of City Garden (“Property A”, “Property B”, and “Property C”) and a service agreement (“Agreement”) to arrange for the acquisition.

PROPERTY A

Date of the provisional agreement:	2 February 2005
Vendor:	Extra Success International Ltd, a company incorporated in British Virgin Islands with limited liability and beneficially owned by Mr. Zhong Dachang, is an independent third party not connected with any directors, chief executives or substantial shareholders of the Company or its subsidiaries or their respective associates
Purchaser:	Supreme Success Limited, a wholly owned subsidiary of the Company
Property:	Units 47 & 59 on 1st floor of the podium of blocks 1, 2 & 3, City Garden, No. 233, Electric Road, Hong Kong
Consideration:	HK\$23,636,000 payable in cash

Deposit: HK\$1,000,000 upon signing of provisional agreement and HK\$4,727,200 upon signing of formal agreement on or before 17 February 2005

Date of completion: On or before 2 March 2005

Conditions for completion:

- (a) Execution of formal agreements to purchase Property B and Property C
- (b) Good title is given for each of Property A, Property B and Property C and
- (c) Relevant bank consent on mortgage discharge of Property C

Property A has a total gross floor area of approximately 11,818 sq. ft. and shall be delivered in vacant possession on the date of completion. Property A was not rented during the last two financial years of the Company immediately preceding the provisional agreement.

PROPERTY B

Date of the provisional agreement: 2 February 2005

Vendor: Reiphon Development Ltd, a company incorporated in Hong Kong with limited liability and beneficially owned by Mr. Tang Kim Kwan, is an independent third party not connected with any directors, chief executives or substantial shareholders of the Company or its subsidiaries or their respective associates

Purchaser: Supreme Success Limited, a wholly owned subsidiary of the Company

Property: Units 1 & 87 on 1st floor, units 1 & 2 on ground floor and units 9 & 10 of the basement floor of the podium of blocks 1, 2 & 3, City Garden, No. 233, Electric Road, Hong Kong

Consideration: HK\$50,000,000 payable in cash

Deposit: HK\$1,000,000 upon signing of provisional agreement and HK\$4,000,000 upon signing of formal agreement on or before 17 February 2005

Date of completion: On or before 7 April 2005

Conditions for completion:	Execution of formal agreements to purchase Property A and Property C
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Property B has a total gross floor area of approximately 18,115 sq. ft. On the date of completion, the units on 1st floor and ground floor shall be delivered with existing tenancies and the units on the basement floor shall be delivered in vacant possession. Property B generated net rental revenue of HK\$660,000 for the year ended 31 March 2003 and HK\$915,000 for the year ended 31 March 2004 immediately preceding the provisional agreement.

PROPERTY C

Date of the provisional agreement:	3 February 2005
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Vendor:	Vicent Ltd, a company incorporated in Hong Kong with limited liability and beneficially owned by Mr. Kwong King Wah and Mr. Leung Cheuk Lam, is an independent third party not connected with any directors, chief executives or substantial shareholders of the Company or its subsidiaries or their respective associates
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Purchaser:	Supreme Success Limited, a wholly owned subsidiary of the Company
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Property:	Units 1-8, 11-34B, 36A-36B & 38-45 of the basement floor of the podium of blocks 1, 2 & 3, City Garden, No. 233, Electric Road, Hong Kong
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Consideration:	HK\$33,000,000 payable in cash
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Deposit:	HK\$1,000,000 upon signing of provisional agreement and HK\$3,950,000 upon signing of formal agreement on or before 7 February 2005
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Date of completion:	On or before 21 July 2005
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Conditions for completion:	<p>(a) Execution of formal agreements to purchase Property A and Property B</p> <p>(b) Relevant bank consent on mortgage release</p>
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Property C has a total gross floor area of approximately 33,907 sq. ft. and shall be delivered in vacant possession on the date of completion. Property C generated net rental revenue of HK\$Nil for the year ended 31 March 2003 and HK\$484,000 for the year ended 31 March 2004 immediately preceding the provisional agreement.

AGREEMENT

Date of the agreement: 2 February 2005

Party I: Supreme Success Limited, a wholly owned subsidiary of the Company

Party II: Asia Asset Limited is a company incorporated in Samoa on 23 November 2004 with limited liability and beneficially owned by Madam Tjong Wei. They are independent third parties not connected with any directors, chief executives or substantial shareholders of the Company or its subsidiaries or their respective associates. Asia Asset Limited is specialized in appraisal, consultancy and investment of real estates in Hong Kong and China.

Engagement: Party II was mandated as project consultant to assist Party I in purchasing of approximately 63,000 sq. ft shopping space of podium of blocks 1, 2 and 3, City Garden with the following requirements:

- (a) the shopping space acquired must include all the units in basement floor,
- (b) the units in basement floor must be delivered in vacant possession,
- (c) the closing date must be on or before 30 September 2005,
- (d) the total purchase cost of the space together with the service fee charged by Party II must not exceed HK\$117,700,000 ("Mandated Cost"),
- (e) Party II warrants the retail usage of the space,
- (f) Party II warrants no illegal structure existing within the shopping space and pays for removal costs, if any,
- (g) Party II shall engage licensed estate agency directly to arrange for introduction of Vendors and negotiation with Vendors. The estate agency fee shall be borne by Party II

Service fee: A service fee of HK\$11,105,000 determined by the difference between the Mandated Cost and the purchase costs of Property A, Property B and Property C payable to Party II in cash upon successful completion of the acquisition of Property A, Property B and Property C. Party I shall be responsible for legal fees and stamp duty of the acquisition.

Party II does not have an estate agency licence in Hong Kong. The Company has obtained legal advice from K. C. Yung & Co, Solicitors & Notaries that it is not unlawful for Party I to enter into such service agreement with Party II under the laws of Hong Kong. Moreover, this agreement was acknowledged by the Vendors.

REASONS AND BENEFITS OF THE ACQUISITION OF THE PROPERTY AT CITY GARDEN PODIUM

The principal business activities of the Group consist of investment and management of property and hotel, and investment in securities. The principal activity of each of the Vendors is real estate investment holding.

City Garden is a densely populated private housing estate located at the harbour front of North Point on the island of Hong Kong. The acquisition of Property A, Property B and Property C shall enable the Group to own a total gross floor area of 63,840 sq. ft. retail space, including all units on the basement floor, of the podium of blocks 1, 2 & 3, City Garden. The price per sq. ft. varies significantly because the retail units are located on different floors of the podium. The objective of the acquisition is to generate rental revenue for the Group.

The aggregate consideration of property prices and service fees amounted to HK\$117,741,000 which has been arrived at by reference to the market value of HK\$118,000,000 of the three properties as at 2 February 2005 determined by an independent professional property valuer namely Knight Frank Hong Kong Limited.

The Directors consider that the terms of the acquisition and the agreement with Party II had been negotiated on an arm's length basis, are fair and reasonable and are in the best interest of the Company and the shareholders as a whole. Acquisition of Property A, Property B and Property C will be funded by internal resources and bank financing which has not yet finalized as at the date of this announcement.

MAJOR TRANSACTION AND APPROVAL BY SHAREHOLDERS

The Group intends to own substantial interests in the City Garden Podium. The acquisition of Property A, Property B and Property C shall enable the Group to own a total gross floor area of 63,840 sq. ft. retail space, including all units on the basement floor, of the podium of blocks 1, 2 & 3, City Garden. The aforesaid acquisition on an aggregate basis constitutes a major transaction of the Company under Chapter 14.06(3) of the Listing Rules and must be made conditional on shareholders' approval. Pursuant to Rule 14.44(2), a written shareholders' approval has been obtained from the following closely allied group of shareholders who together hold 55.42% in nominal value of the securities giving the right to attend and vote at general meeting to approve the transaction:

- (1) Forward Investments Inc. , wholly owned by the YCK Trust, a discretionary trust, of which Madam Y.C. Koo, the mother of Rossana Wang Gaw (an executive director of the Company) is the sole beneficiary, owns 181,388,105 shares (23.58%) of the Company
- (2) Asset-Plus Investments Ltd., wholly and beneficially owned by Winfred Ho and Elsa Wang Ho who are a married couple and respectively the brother-in-law and sister of Rossana Wang Gaw (an executive director of the Company), owns 68,076,076 shares (8.85%) of the Company
- (3) Intercontinental Enterprises Corporation, wholly owned by the KYC 1991 Trust, a discretionary trust, of which Rossana Wang Gaw (an executive director of the Company) is the sole beneficiary, owns 123,148,701 shares (16.01%) of the Company
- (4) Vitality Holdings Limited, wholly owned by Rossana Wang Gaw (an executive director of the Company), owns 15,934,364 shares (2.07%) of the Company
- (5) Rising Crescent Enterprises Limited, wholly owned by the RGK Trust, a discretionary trust, of which Kenneth Gaw, an executive director of the Company (the son of Rossana Wang Gaw, an executive director of the Company) is the sole beneficiary, owns 27,537,243 shares (3.58%) of the Company
- (6) Fortune South China Limited, wholly owned by Kenneth Gaw (an executive director of the Company), owns 8,453,375 shares (1.10%) of the Company
- (7) Kenneth Gaw (an executive director of the Company) owns 1,805,527 shares (0.23%) of the Company

The closely allied group of shareholders has been voting in the same way in all resolutions since they were shareholders of the Company. They have been shareholders of the Company for over 5 years. The most recent major transaction that was approved by these shareholders was the formation of a joint venture announced in May 2004. They are being regarded as "acting in concert" for the purpose of the Takeover Code. Except for the acquisition of assets from the Company by the closely allied group of shareholders in the major and connected transaction as announced in January 2000, there has been no past or present business association among them.

Such shareholders and their respective associates have no interest in this major transaction which is different from other shareholders of the Company. The Company confirms that the closely allied group of shareholders and their ultimate beneficial owners and their respective associates have not dealt and are aware that they must not deal in the Company's securities before information relating this transaction is made available to the public. None of the Vendors, Party II or their respective ultimate beneficial owners hold any shares in the Company. No shareholder or his associates have any interest in the transaction which is different from other shareholders of the Company. No shareholder shall be required to abstain from voting if the Company were to convene a general meeting for the approval of the transaction. A shareholders' meeting will therefore not be convened for the purpose of obtaining shareholders' approval. A circular relating to this transaction will be dispatched to the shareholders as soon as practicable and within 21 days from the date of publication of this announcement.

INFORMATION FOR MAJOR TRANSACTION

The Company acquainted with the Vendors via Asia Asset Limited. The Company confirms that to the best of the directors' knowledge, information and belief having made all reasonable enquiry, Vendors and Party II and their ultimate beneficial owners are third parties independent of each other, Vendor D, the vendor in the acquisition as announced by the Company in May 2004 and their respective ultimate beneficial owners and the Company and its connected persons and do not hold any shares in the Company.

DISCLOSEABLE TRANSACTION PROPERTY ACQUISITION AT GREAT EAGLE CENTRE

PROPERTY D

Date of the agreement:	4 February 2005
Purchaser:	Anpona Investments Limited, a wholly owned subsidiary of the Company
Vendor:	Nedcor Asia Limited, a wholly owned subsidiary of Nedcor Group, a leading financial institution in South Africa, is an independent third party not connected with any directors, chief executives or substantial shareholders of the Company or its subsidiaries or their respective associates
Property:	Units 8-11 on the 18th floor, Great Eagle Centre, No. 23 Harbour Road, Hong Kong
Consideration:	HK\$34,000,000 payable in cash
Payment Terms:	HK\$3,400,000 was paid to the vendor as deposit on signing of the Agreement. Balance of the purchase price HK\$30,600,000 shall be paid upon completion of the transaction on or before the date of completion.

Date of completion: On or before 29 April 2005

The property has a gross floor area of approximately 6,630 square feet. It shall be delivered in vacant possession on the date of completion. There were no rental revenue generated by Property D for the last two financial years of the Company immediately preceding the agreement. Agent commission to FPD Savills (Hong Kong) Limited of HK\$165,650, legal fees and stamp duty will be payable by the Company for the acquisition of Property D.

REASONS AND BENEFITS OF THE ACQUISITION OF THE PROPERTY AT GREAT EAGLE CENTRE

The principal business activities of the Group consist of investment and management of property and hotel, and investment in securities. The vendor is a financial institution.

The property is an office premise in a high-grade commercial building located at the harbour front of Wan Chai, Hong Kong. The objective of acquisition is to generate rental revenue for the group.

The Directors confirm that the consideration for the property has been determined after arm's length negotiations between the parties by reference to recently completed market transactions of similar property within the estate in the last quarter of 2004. No independent valuation was carried out for the property. The Directors consider the terms of the Agreement are fair and reasonable and in the best interest of the Company and shareholders as a whole. Acquisition of the property will be funded by internal resources and bank financing which has not yet finalized as at the date of this announcement.

DISCLOSEABLE TRANSACTION OF THE COMPANY

The transaction contemplated under the agreement constitutes a discloseable transaction of the Company under Chapter 14.06(2) of the Listing Rules. A circular in connection with the acquisition of the property will be dispatched to the shareholders of the Company as soon as practicable and within 21 days from the day of publication of this announcement.

INFORMATION FOR DISCLOSEABLE TRANSACTION

The Company got acquainted with Vendor D through FPD Savills (Hong Kong) Limited, a real estate agent independent of the Company. The Company confirms that to the best of the directors' knowledge, information and belief having made all reasonable enquiry, Nedcor Asia Limited and its ultimate beneficial owner, Nedcor Group, in the aforesaid discloseable transaction are third parties independent of the vendors of Property A, Property B & Property C, the vendor in the acquisition as announced by the Company in May 2004 and their respective ultimate beneficial owners and the Company and its connected persons and do not hold any shares in the Company.

At the request of the Company, trading of shares of the Company on the Stock Exchange was suspended with effect from 9:30 a.m. on 4 February 2005 pending the issue of this announcement. Application has been made to the Stock Exchange for the resumption of trading of the shares of the Company with effect from 9:30 a.m. on 21 February 2005.

DEFINITIONS

“Company”	Pioneer Global Group Limited, a company incorporated in Bermuda with limited liability the shares of which are listed on the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the Peoples’ Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Party II”	Asia Asset Limited is a company incorporated in Samoa with limited liability and beneficially owned by Madam Tjong Wei. They are independent third parties not connected with any directors, chief executives or substantial shareholders of the Company or its subsidiaries or their respective associates. Asia Asset Limited is specialized in real estate appraisal, consultancy and investment in Hong Kong and China.
“Vendors”	Vendors of Property A, Property B, Property C, namely Extra Success International Ltd, Reiphon Development Ltd, and Vicent Ltd.
“Vendor D”	Nedcor Asia Limited, a wholly owned subsidiary of Nedcor Group, a leading financial institution in South Africa, is an independent third party not connected with any directors, chief executives or substantial shareholders of the Company or its subsidiaries or their respective associates
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholders”	has the meaning as defined in the Listing Rules

By Order of the Board
Kenneth Gaw
Managing Director

Hong Kong, 18 February 2005

As at the date of this announcement, the executive directors of the Company are Mrs. Rossana Wang Gaw, Mr. Goodwin Gaw, Mr. Kenneth Gaw and Ms. Jane Kwai Ying Tsui and the independent non-executive directors of the Company are Dr. Charles Wai Bun Cheung, J.P., The Hon. Bernard Charnwut Chan and Mr. Arnold Tin Chee Ip.

"Please also refer to the published version of this announcement in The Standard"