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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Pioneer Global Group Limited**, you should at once hand this circular to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

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Pioneer
PIONEER GLOBAL GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 00224)

DISCLOSEABLE TRANSACTION
PROPERTY DISPOSAL

CONTENTS

	<i>Page</i>
Definitions	1
Letter from the Board	
Introduction	3
The Agreement	4
Reasons for the Disposal	5
Use of proceeds	5
Information	5
Appendix – General information	6

DEFINITIONS

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

“Agreement”	the Agreement for Sale and Purchase entered into on 1 June 2004 between Anpona and the Purchaser in respect of the Disposal of the Property
“Anpona”	Anpona Investments Limited, a company incorporated in Hong Kong with limited liability which is a wholly owned subsidiary of the Group
“associates”	has the meaning as defined in the Listing Rules
“Company”	Pioneer Global Group Limited, a company incorporated in Bermuda with limited liability the shares of which are listed on the Stock Exchange
“Directors”	the directors of the Company
“Disposal”	disposal of the Property
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	24 June 2004, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Property”	Flat D2 on 17th Floor and 1 car parking space No. 233, Block D, Evergreen Villa, 43 Stubbs Road, Hong Kong, 11/2530 shares of and in Inland Lot No. 7891
“Purchaser”	Truly Great Limited, an independent third party not connected with any directors, chief executive or substantial shareholders of the Company or its subsidiaries or their respective associates

DEFINITIONS

“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“share(s)”	ordinary share(s) of HK\$0.10 each in the issued share capital of the Company
“Shareholders”	holders of shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholders”	has the meaning as defined in the Listing Rules

LETTER FROM THE BOARD



Pioneer

PIONEER GLOBAL GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 00224)

Executive Directors:

Rossana Wang Gaw (*Chairman*)

Goodwin Gaw (*Vice Chairman*)

Kenneth Gaw (*Managing Director*)

Jane Kwai Ying Tsui

Registered office:

Canon's Court

22 Victoria Street

Hamilton HM 12

Bermuda

Independent non-executive Directors:

Dr. Charles Wai Bun Cheung, J.P.

The Hon. Bernard Charnwut Chan

Arnold Tin Chee Ip

Principal place of business

and head office:

Suites 01-03, 30th Floor

Office Tower

Convention Plaza

1 Harbour Road

Wanchai

Hong Kong

28 June 2004

To Shareholders

Dear Sir/Madam

DISCLOSEABLE TRANSACTION

PROPERTY DISPOSAL

INTRODUCTION

The Company announced on 8 June 2004 that Anpona Investments Limited, a wholly owned subsidiary of the Group entered into the Agreement with the Purchaser for sale and purchase of the Property located at Flat D2 on 17th Floor and 1 car parking space No. 233, Block D, Evergreen Villa, 43 Stubbs Road, Hong Kong, 11/2530 shares of and in Inland Lot No. 7891. The consideration for the Disposal of the Property is HK\$19,600,000 payable in cash.

The purpose of this circular is to provide Shareholders with further information of the Agreement and other information in compliance with the requirements of Chapter 14 of the Listing Rules.

LETTER FROM THE BOARD

THE AGREEMENT

Date

1 June 2004

Parties

- a. Vendor – Anpona Investments Limited, a wholly owned subsidiary of the Group;
and
- b. Purchaser – Truly Great Limited

The Purchaser and its ultimate beneficial owner are independent third parties not connected with any directors, chief executive or substantial shareholders of the Company or its subsidiaries or their respective associates.

Property

Flat D2 on 17th Floor and 1 car parking space No. 233, Block D, Evergreen Villa, 43 Stubbs Road, Hong Kong, 11/2530 shares of and in Inland Lot No. 7891. The gross floor area of the Property is approximately 2,700 square feet.

Existing tenancy

The Property is to be sold subject to the existing Tenancy Agreement dated 3 May 2002 made between the Vendor as Landlord and Yu Kee Diamond Company Limited as Tenant. The term of the Tenancy Agreement covered the period from 20 May 2002 to 19 June 2004 (per CR101 dated 24 February 2004). The Tenant and its ultimate beneficial owner are independent third parties not connected with any directors, chief executive or substantial shareholders of the Company or its subsidiaries or their respective associates.

Consideration and payment terms

The consideration for the Disposal of the Property by Anpona is HK\$19,600,000 payable in cash, which has been determined after arm's length negotiation by reference to a completed sale and purchase transaction of similar property within the estate in March 2004. No independent valuation was carried out for the Property. A deposit of HK\$1,960,000 was paid to the Vendor on signing of the Agreement. Balance of the purchase price of HK\$17,640,000 shall be paid upon completion of the transaction on or before 28 June 2004.

Date of Completion

The completion is not subject to any condition and shall take place on or before 28 June 2004.

LETTER FROM THE BOARD

REASONS FOR THE DISPOSAL

The Property was purchased for investment purpose for HK\$3,383,000 in 1988. The carrying value of the Property as shown in audited accounts of the Group as at 31 March 2003 was HK\$12,000,000. The audited rental revenue of the Property were HK\$660,000 and HK\$577,000 for the years ended 31 March 2002 and 31 March 2003 respectively. The unaudited rental revenue of the Property was HK\$282,000 for the six months ended 30 September 2003. The audited net profits before taxation attributable to the Property were HK\$390,000 and HK\$542,000 for the years ended 31 March 2002 and 31 March 2003 respectively. Taking into account the revaluation surplus, HK\$8,617,000 as at 31 March 2003, to be released to the profit and loss account and expenses of HK\$80,000, the Disposal of the Property will result in a gain before taxation of approximately HK\$16,137,000 which will be reported in the financial year ended 31 March 2005. The Directors consider the Disposal, the terms of which had been negotiated on an arm's length basis, are fair and reasonable and in the best interest of the Company and Shareholders as a whole.

USE OF PROCEEDS

The proceeds from the Disposal will be used for new investments when attractive opportunities arise within the scope of the principal business activities of the Group.

INFORMATION

The transaction contemplated under the Agreement constitutes a discloseable transaction of the Company under Rule 14.06(2) of the Listing Rules and the Company has issued this circular to the Shareholders in that connection.

The principal business activities of the Group consist of property investment and management, investment in securities and information services provision. The principal activity of the Purchaser is investment holding.

The Company confirms that to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Purchaser and their respective ultimate beneficial owners are third parties independent of the Company and connected persons of the Company and do not hold any shares in the Company.

Your attention is drawn to the information set out in the appendix to this circular.

Yours faithfully,
For and on behalf of
Pioneer Global Group Limited
Kenneth Gaw
Managing Director

1. RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made full reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

2. DISCLOSURE OF INTERESTS

As at the Latest Practicable Date, the following Directors of the Company were interested, or were deemed to be interested in the following long and short positions in the shares, underlying shares and debentures of the Company or any associated corporation (within the meaning of the SFO) which (a) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO; or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code for Securities Transactions by Directors adopted by the Company to be notified to the Company and the Stock Exchange.

Long position in shares of the Company

	Personal interests	Interests held by controlled corporation	Interest held by family trust	Total	%
Rossana Wang Gaw	–	15,309,732 ¹	123,148,701 ³	138,458,433	18.49
Kenneth Gaw	1,734,750	8,122,000 ²	26,457,774 ⁴	36,314,524	4.85
Jane Kwai Ying Tsui	600,750	–	–	600,750	0.08

- 1
- Mrs. Rossana Wang Gaw owns the entire issued share capital of Vitality Holdings Limited, which was beneficially interested in 15,309,732 shares.
- 2
- Mr. Kenneth Gaw owns the entire issued share capital of Fortune South China Limited, which was beneficially interested in 8,122,000 shares.
- 3
- Family trust of which members of the family of Mrs. Rossana Wang Gaw are amongst the beneficiaries held an aggregate of 123,148,701 shares.
- 4
- Family trust of which Mr. Kenneth Gaw is a beneficiary held an aggregate of 26,457,774 shares.

Long position in underlying shares of the Company

	Number of share options	Exercise price (HK\$)	Date of grant	Exercise period
Rossana Wang Gaw	8,167,113	1.582	06/03/97	06/03/97 to 05/03/07
Goodwin Gaw	9,668,588	1.941	24/10/96	24/10/96 to 23/10/06
	7,507,374	1.582	06/03/97	06/03/97 to 05/03/07
Kenneth Gaw	9,668,588	1.941	24/10/96	24/10/96 to 23/10/06
	7,507,374	1.582	06/03/97	06/03/97 to 05/03/07
Jane Kwai Ying Tsui	2,274,961	1.941	24/10/96	24/10/96 to 23/10/06
	2,274,962	1.582	06/03/97	06/03/97 to 05/03/07

Long position in shares of associated companies

Name of Company	Name of Director	No. of shares held by controlled corporation	%
Grandsworth Pte. Ltd.	Rossana Wang Gaw	1*	50
Grandsworth Pte. Ltd.	Kenneth Gaw	1*	50

* *1 share in Grandsworth Pte. Ltd. is deemed to be interested by Mrs. Rossana Wang Gaw and Mr. Kenneth Gaw. It represents the same interest and is therefore duplicated.*

Save as disclosed above, as at the Latest Practicable Date, none of the Directors of the Company were interested, or were deemed to be interested in the long and short positions in the shares, underlying shares and debentures of the Company or any associated corporation (within the meaning of SFO) which (a) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO; or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code of Securities Transactions by Directors adopted by the Company to be notified to the Company and the Stock Exchange.

3. SUBSTANTIAL SHAREHOLDERS

As at the Latest Practicable date, according to the register of interests in long positions and short positions kept by the Company under the provisions of Divisions 2 and 3 of Part XV of section 336 of the SFO and so far as the Directors were aware, the following persons had a long position or short position in the shares, underlying shares or debentures of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

	Number of shares	%
Asset-Plus Investments Ltd.	68,076,076	9.09
Forward Investments Inc.	174,277,635	23.27
Intercontinental Enterprises Corporation	72,650,000	9.70
Prosperous Island Limited	63,354,452	8.46

Save as disclosed below, the Directors are not aware of any other persons (other than a Director of the Company) who, as at the Latest Practicable Date, was directly or indirectly interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group:

Name of company	Name of shareholder	%
Forerunner Investments Limited	Farnham Group Limited	30
Pioneer iConcepts Limited	Ng Poon Wing Man Agnes	40

4. SERVICES CONTRACT

None of the Directors have any existing or proposed service contract with the Company or any member of the Group (excluding contracts expiring or determinable by the Company within one year without payment of compensation other than statutory compensation).

5. LITIGATION

No litigation or claim of material importance is known to the Directors to be pending or threatened against the Group.

6. GENERAL

- (i) The Qualified Accountant of the Company is Mr. Lee Kam Hung Alan, a fellow member of Hong Kong Society of Accountants.
- (ii) The Secretary of the Company is Ms. Tsui Kwai Ying Jane, an associate of The Institute of Bankers of London.
- (iii) The registered office of the Company is Canon's Court, 22 Victoria Street, Hamilton HM 12, Bermuda.
- (iv) The share registrar of the Company in Hong Kong is Computershare Hong Kong Investor Services Limited at 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong.
- (v) This circular has been prepared in both English and Chinese. In the case of any discrepancy, the English text shall prevail.