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COL Capital Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 383)

DISCLOSEABLE TRANSACTION RELATING TO THE PROVISION OF LOAN

The Board announces that on 13 April 2012, the Lender, an indirect wholly-owned subsidiary of the Company, entered into the Loan Agreement with the Borrower, pursuant to which the Lender has agreed to grant to the Borrower a loan facility of up to HK\$56,000,000 for a period of six months. The Loan is secured by the Debenture.

As the relevant Percentage Ratio in respect of the making of the Loan is more than 5% but below 25%, the entering into of the Loan Agreement constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

THE LOAN AGREEMENT

Date: 13 April 2012

Lender: Join Capital Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company

Borrower: Extra Earn Holdings Limited, a company incorporated in the British Virgin Islands with limited liability

To the best knowledge, information and belief of the Directors having made all reasonable enquiry and as confirmed by the Borrower, save for the Company's holding of 40% of the issued share capital of the Borrower, the Borrower and its ultimate beneficial owners are Independent Third Parties not connected with the Company and connected persons of the Company

Principal Amount: up to HK\$56,000,000

Term:	A period of six months. The Borrower is entitled to make early and full repayment of the Loan without penalty by giving at least three Banking Days prior written notice to the Lender
Purpose:	The Loan shall be applied and used by the Borrower for its general working capital
Interest:	10% per annum, payable upon the repayment date of the Loan
Security for the Loan:	The Borrower charges to the Lender by way of first floating charge of all undertaking, property, assets and rights of the Borrower by way of a Debenture
Others:	The Borrower has undertaken with the Lender that it shall enter into and shall procure the entering into of such further other mortgage, charge, pledge, corporate or personal guarantee or any other securities as a continuing security as required or demanded by the Lender in its absolute and sole discretion from time to time

The terms of the Loan Agreement and the Debenture were arrived at after arm's length negotiations between the Lender and the Borrower. The Lender is a licensed money lender and its principal activity is the provision of financial services. The provision of the Loan is a transaction carried out as part of the ordinary and usual course of business activities of the Lender.

The terms of the Loan including the interest rate were determined with reference to the commercial practice and the terms of doing business of those companies engaging in money lending business in Hong Kong. The Loan will be funded by internal resources of the Group.

The Directors consider that the transaction contemplated by the Loan Agreement is on normal commercial terms and the terms of the Loan Agreement and the Debenture are fair and reasonable and are in the interests of the Company and its shareholders as a whole having considered the current market norm in relation to similar transactions.

INFORMATION ON THE GROUP

The principal business of the Company is investment holding and through its subsidiaries engaged in securities trading and investments, provision of financial services, property investment and strategic investment.

INFORMATION ON THE BORROWER

The principal business of the Borrower is investment holding and through its subsidiaries engaged in urban infrastructure development, property development, hospital ownership and operations, and other investments in the PRC.

REASONS FOR PROVISION OF THE LOAN

The Lender is a licensed money lender and its principal activity is provision of financial services. The provision of the Loan is a transaction carried out as part of the ordinary and usual course of business activities of the Lender and will provide interest income to the Lender.

The Loan will be recorded as loan receivable under current asset of the Group.

IMPLICATIONS UNDER THE LISTING RULES

As the relevant Percentage Ratio in respect of the making of the Loan is more than 5% but below 25%, the entering into of the Loan Agreement constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meaning:

“Banking Day”	a day (excluding Saturday and Sunday) on which banks are generally open for business in Hong Kong
“Board”	the board of Directors
“Borrower”	Extra Earn Holdings Limited, a company incorporated in the British Virgin Islands with limited liability
“Company”	COL Capital Limited, a company incorporated in Bermuda with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 383)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Debenture”	a debenture dated 13 April 2012 entered into between the Lender and the Borrower as a security for the Loan
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China

“Independent Third Party(ies)”	party(ies) who, together with his/her ultimate beneficial owner(s) is/are persons independent of the Company and its connected persons
“Lender”	Join Capital Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Loan”	a loan facility of up to HK\$56,000,000 granted by the Lender to the Borrower pursuant to the Loan Agreement
“Loan Agreement”	the loan agreement dated 13 April 2012 entered into between the Lender and the Borrower relating to the granting of the Loan
“Percentage Ratio(s)”	percentage ratio(s) as set out in Rule 14.07 of the Listing Rules to be applied for determining the classification of a transaction
“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

On behalf of the Board
COL Capital Limited
Chong Sok Un
Chairman

Hong Kong, 13 April 2012

As at the date of this announcement, the Board comprises Ms. Chong Sok Un (Chairman), Dato' Wong Peng Chong and Mr. Kong Muk Yin as Executive Directors; and Mr. Lau Siu Ki, Mr. Ma Wah Yan and Mr. Zhang Jian as Independent Non-Executive Directors.