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## GOOD FELLOW GROUP LIMITED

金威集團控股有限公司\*

(Incorporated in Bermuda with limited liability)  
(Stock code: 910)

### LETTER OF INTENT – RUICHENG COUNTY

The Board of Directors of the Company announce that on 6 December 2006, Beijing WFC has entered into the Letter of Intent whereby the Ruicheng Government will provide favorable assistance to Beijing WFC in the procurement on a leased basis of forest land of no less than 200,000 Chinese Mu by area for the purpose of field plantation; and Beijing WFC will provide the genetically modified tree specie *Broussonetia payriferalvent* and technical support for plantation of the tree specie in the Ruicheng County.

The Proposed Cooperation is subject to the Formal Agreement and the finalization of the terms and conditions thereof.

#### THE LETTER OF INTENT

The Board of Directors of the Company is pleased to announce that on 6 December 2006, Beijing WFC, a 70% owned subsidiary of the Company, has entered into the Letter of Intent with the Ruicheng Government for promoting the plantation in the Ruicheng County the genetically modified tree specie *Broussonetia payriferalvent*, which is a Moraceae plant under the category of Deciduous Trees and its highly resistance characteristic allow trees to grow in environments unfavorable to other plants. The favorable attributes of the tree specie brings economic efficiency and better productivity for higher land utilization and lower labour costs. The trees also facilitate the growth of soil micro-organism that may serve to improve quality of infertile land on which plantation is carried out, as well as lowering the carbon dioxide level in the surrounding atmosphere.

In accordance with the Letter of Intent, Beijing WFC will provide the genetically modified tree specie *Broussonetia payriferalvent* and technical support for plantation of the tree specie in the Ruicheng County, and the Ruicheng Government will provide favorable assistance to Beijing WFC in the procurement on a leased basis of forest land of no less than 200,000 Chinese Mu by area for the purpose of field plantation. The forest land to be transferred is being identified and has not been confirmed at this stage. However, it was specified in the Letter of Intent that the forest land to be leased by Beijing WFC may cover land managed under the Ruicheng Government's jurisdiction and portion of 58,000 Chinese Mu by area shall comprise of existing forest land held under PRC State ownership; while the remaining portion may comprise of existing forest land held under mass-ownership and individual ownership. In addition, Ruicheng Government will collaborate with Beijing WFC in the application to the PRC State and provincial forestry bureau for forestry renovation mandate in the order that sufficiently adequate land resources of suitable quality will be made available to Beijing WFC for the purpose of field plantation.

Shareholders should note that the Proposed Cooperation is subject to the Formal Agreement and the finalization of the terms and conditions thereof. **As the Proposed Cooperation is subject to the Formal Agreement, Shareholders and investors are advised to exercise caution when dealing in the Shares.**

#### REASONS FOR AND BENEFITS OF THE LETTER OF INTENT

The Group is principally engaged in design, manufacture and sale of quality men's and ladies' wear and apparel items, manufacture uniforms for government authorities, state enterprises and other corporate customers, and investment holding.

In order to complement with the highly competitive apparel market, the Directors consider the diversification of business into new areas of high-growth potential will be in the best interest of its Shareholders. The Company takes initiative in identifying business opportunities in new emerging industries that will broaden its revenue sources. In the second quarter of 2006, the Company has successfully diversify its business into the ecological forestry business in PRC through the acquisition of Beijing WFC, details of such acquisition has been set out in the Company's circular to Shareholders dated 18 April 2006. The Directors consider the Proposed Cooperation would enlarge the portfolio in the Company's diversified ecological forestry business and improve the Group's earning's base and asset quality.

#### GENERAL

This announcement is made pursuant to Rule 13.09 of the Listing Rules. Should the Proposed Cooperation constitute any notifiable transaction under Chapter 14 of the Listing Rules, a further announcement will be made by the Company in compliance with the Listing Rules.

As at the date of this announcement, the Directors of the Company comprises of Mr. Ng Leung Ho, Ms. Lee Ming Hin, Mr. Hu Xiaoming and Mr. Ge Wen Hong being the executive Directors, and Mr. Lo Chung Kin, Mr. Zhou Zi Ping and Mr. Zhu Jian Hong being the independent non-executive Directors.

#### DEFINITIONS

In this announcement, the following terms have the following meanings:

"Beijing WFC"	北京萬富春森林資源發展有限公司(Beijing Wan Fu Chun Forest Resources Development Company Limited), a 70% owned subsidiary of the Company
"Board"	the board of Directors
"Company"	Good Fellow Group Limited, a company incorporated in Bermuda and the shares of which are listed on the Stock Exchange
"Directors"	the directors of the Company
"Formal Agreement"	any legally binding agreement that may be entered into between Beijing WFC and the Ruicheng Government and / or affiliated parties in due course in relation to the procurement of forest land by Beijing WFC and other contractual arrangements pursuant to the Proposed Cooperation.
"Group"	the Company and its subsidiaries
"Letter of Intent"	the Letter of Intent of 6 December 2006 entered into between the Company and the Ruicheng Government for the purpose of promoting the genetically modified tree specie <i>Broussonetia payriferalvent</i> in the Ruicheng County
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited
"PRC"	the People's Republic of China

“Proposed Cooperation” the proposed arrangement contemplated under the Letter of Intent whereby the Ruicheng Government will provide favorable assistance to Beijing WFC in the procurement of forest land of no less than 200,000 Chinese Mu by area for the purpose of field plantation; and Beijing WFC will provide the genetically modified tree specie *Broussonetia papyrifera* and technical support for plantation of the tree specie in the Ruicheng County

“Shareholder(s)” shareholders of the Company

“Shares” shares of the Company

“Ruicheng County” the Ruicheng county of the Shanxi province; the PRC

“Ruicheng Government” the People’s Government of the Ruicheng County

By Order of the Board  
**Good Fellow Group Limited**  
**Ng Leung Ho**  
*Chairman*

Hong Kong, 6 December 2006

*\* For identification purpose only*

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