

Claim nature:  
A. Mixed Claim  
B. Company

Not for service out  
of the jurisdiction

No. 1  
Writ of Summons  
(O. 6 r. 1)

HCA 268 /2011

IN THE HIGH COURT OF THE  
HONG KONG SPECIAL ADMINISTRATIVE REGION  
COURT OF FIRST INSTANCE  
ACTION NO. 268 OF 2011

Between

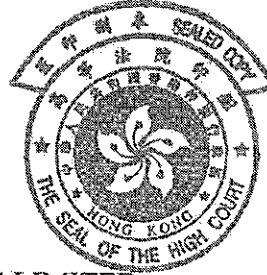
DR STANLEY HO

Plaintiff

and

HO CHIU KING, PANSY  
HO CHIU FUNG, DAISY  
ACTION WINNER HOLDINGS LIMITED  
RANILLO INVESTMENTS LIMITED  
LANCEFORD COMPANY LIMITED

1<sup>st</sup> Defendant  
2<sup>nd</sup> Defendant  
3<sup>rd</sup> Defendant  
4<sup>th</sup> Defendant  
5<sup>th</sup> Defendant



TO THE DEFENDANTS (As per the List annexed hereto)

THIS WRIT OF SUMMONS has been issued against you by the above-named Plaintiff in respect of the claim set out on the back.

Within (14 days) after the service of this Writ on you, counting the day of service, you must either satisfy the claim or return to the Registry of the High Court the accompanying ACKNOWLEDGMENT OF SERVICE stating therein whether you intend to contest these proceedings or to make an admission.

If you fail to satisfy the claim or to return the Acknowledgment within the time stated, or if you return the Acknowledgment without stating therein an intention to contest the proceedings or to make an admission, the Plaintiff may proceed with the action and judgment may be entered against you forthwith without further notice.

\*[If you intend to make an admission, you may complete an appropriate form enclosed in accordance with the accompanying Directions for Acknowledgment of Service.]

Issued from the Registry of the High Court this 16 FEB 2011 day of February, 2011

Registrar

*Note:* – This Writ may not be served later than 12 calendar months beginning with that date unless renewed by order of the Court.

IMPORTANT

Directions for Acknowledgment of Service are given with the accompanying form.

List

To:

1<sup>st</sup> Defendant, HO CHIU KING, PANSY of Penthouse 39/F., West Tower, Shun Tak Centre, 200 Connaught Road, Hong Kong

2<sup>nd</sup> Defendant, HO CHIU FUNG, DAISY of 8 Shouson Hill Road West, Hong Kong

3<sup>rd</sup> Defendant, ACTION WINNER HOLDINGS LIMITED of OMC Chambers, Wickahams Cay 1, Road Town, Tortola, British Virgins Island

4<sup>th</sup> Defendant, RANILLO INVESTMENTS LIMITED of P.O. Box 957, Offshore Incorporation Centre, Road Town, Tortola, British Virgins Island

5<sup>th</sup> Defendant, LANCEFORD COMPANY LIMITED of Penthouse 39/F., West Tower, Shun Tak Centre, 200 Connaught Road, Hong Kong

IN THE HIGH COURT OF THE  
HONG KONG SPECIAL ADMINISTRATIVE REGION  
COURT OF FIRST INSTANCE  
ACTION NO. 268 OF 2011

BETWEEN

DR STANLEY HO

Plaintiff

and

HO CHIU KING, PANSY

1<sup>st</sup> Defendant

HO CHIU FUNG, DAISY

2<sup>nd</sup> Defendant

ACTION WINNER HOLDINGS LIMITED

3<sup>rd</sup> Defendant

RANILLO INVESTMENTS LIMITED

4<sup>th</sup> Defendant

LANCEFORD COMPANY LIMITED

5<sup>th</sup> Defendant

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**INDORSEMENT OF CLAIM**

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(1) The Plaintiff claims against the 1<sup>st</sup> and 2<sup>nd</sup> Defendants for an injunction to restrain each of them from, directly or indirectly:

(a) exercising undue influence in respect of transferring, disposing of, encumbering or otherwise dealing with; or

(b) transferring, disposing of, encumbering or otherwise dealing with

the Plaintiff's shareholding or beneficial ownership in Shun Tak Shipping Co Limited, Hanika Realty Company Limited, Full Energy Company Limited, Jet Advance Investments Limited, King Class Limited and/or in any other corporation or business entity (whether listed or private) in which the Plaintiff has a legal or beneficial interest.

(2) The Plaintiff claims against the 1<sup>st</sup>, 2<sup>nd</sup>, 3<sup>rd</sup> and 4<sup>th</sup> Defendants for specific

performance by way of the transfer of the Allotted Shares (as defined below) as now held by the 3<sup>rd</sup> and 4<sup>th</sup> Defendants to the Plaintiff as a result of:

(a) The Defendants' breach of an oral agreement with the Plaintiff made on 27 January 2011 for the transfer of the Allotted Shares to the Plaintiff.

(b) Such agreement being in settlement of proceedings brought by the Plaintiff which was duly performed, on the part of the Plaintiff by his signing a Notice of Acting in Person and a Notice of Discontinuance in High Court Action 145 of 2011.

(c) The Defendants' unlawful misrepresentation and undue influence that in return for the said Notices they would cause the Allotted Shares to be transferred to the Plaintiff or to his order.

(3) The Plaintiff claims against the 1<sup>st</sup> and 2<sup>nd</sup> Defendants' for specific performance by way of the transfer of the shares the Plaintiff held directly in Sociedade Turismo e Diversoes de macau, S.A. ("**STDM**") (which represented 4.84% of the total issued share capital in STDM (the "**Transferred Shares**")) and now held by the 5<sup>th</sup> Defendant to the Plaintiff as a result of the 1<sup>st</sup> and 2<sup>nd</sup> Defendants' unlawful misrepresentations and undue influence in causing the transfer of the Transferred Shares from the Plaintiff to the 5<sup>th</sup> Defendant in or around late 2010.

(4) A declaration that the Transferred Shares of the Plaintiff were transferred to the 5<sup>th</sup> Defendant without the knowledge, consent or approval, or alternatively the informed knowledge, approval and consent of the Plaintiff.

(5) The Plaintiff claims, (by way of derivative action on behalf of the 5<sup>th</sup> Defendant) against the 1<sup>st</sup> and 2<sup>nd</sup> Defendants for:

Damages for breach of directors fiduciary duties in purporting to improperly and/or illegally pass resolutions(s) to allot 5,053 and 4,945 ordinary shares of and in the 5<sup>th</sup> Defendant to the 3<sup>rd</sup> and 4<sup>th</sup> Defendant respectively (the "**Allotted Shares**") without providing full consideration to the 5<sup>th</sup> Defendant and/or in contravention of the requirements of the 5<sup>th</sup> Defendant's Articles of Association

and/or the Companies Ordinance (Cap. 32).

(6) The Plaintiff claims against the 1<sup>st</sup> and 2<sup>nd</sup> Defendants for:

An injunction to restrain each of the 1<sup>st</sup> and 2<sup>nd</sup> Defendants from, directly or indirectly, taking any action to dispose of, encumber or otherwise deal (or procure or facilitate the disposal and/or encumbering of or dealing) with the Allotted Shares or voting on the same in any manner whatsoever.

(7) The Plaintiff claims, (both in his own right as a shareholder in the 5<sup>th</sup> Defendant and also, in so far as necessary, by derivative action) against the 3<sup>rd</sup> and 4<sup>th</sup> Defendants for:

(a) An injunction to restrain each of them from disposing of, encumbering or otherwise dealing with the Allotted Shares or voting on the same.

(b) An injunction to restrain each of them from causing the 5<sup>th</sup> Defendant to dispose of, encumber or otherwise deal with its shareholding in STDMM or to cause the 5<sup>th</sup> Defendant to vote the said shares.

(8) A Declaration that the Allotted Shares were improperly and unlawfully allotted to the 3<sup>rd</sup> and 4<sup>th</sup> Defendants.

(9) An Order to set aside the allotments and to rectify the members register of the 5<sup>th</sup> Defendant.

(10) Damages arising from the improper and/or unlawful allotment of the Allotted Shares.

(11) A declaration that the Plaintiff was and still is the sole beneficial owner of all the shares of the 5<sup>th</sup> Defendant.

(12) A declaration that the Allotted Shares of the 5<sup>th</sup> Defendant were allotted without the knowledge, consent or approval, or alternatively the informed knowledge, approval and consent of the Plaintiff.


(13) The Plaintiff claims against all Defendants:

(a) Interest on damages and, if awarded under the Court's equitable

jurisdiction, compound interest;

- (b) All necessary orders, accounts and enquiries;
- (c) Costs; and
- (d) Such further and other relief as may seem just to the Court.

Dated this the 16 FEB 2011 day of February 2011



Oldham Li & Nie  
Solicitors for the Plaintiff