

金山工業(集團)有限公司  
Gold Peak Industries (Holdings) Limited

RECEIVED

2004 APR 30 A 10: 06

April 28, 2004

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

Securities & Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
Room 3045, STOP 3-4,  
Judiciary Plaza,  
450 Fifth Street, N.W.,  
Washington, D.C. 20549  
U.S.A.



04024697



EXEMPTION # 82-3604

Dear Sirs,

Gold Peak Industries (Holdings) Limited

SUPPL

On behalf of Gold Peak Industries (Holdings) Limited (the "Company"), a company incorporated in Hong Kong, I am furnishing herewith the below listed documents pursuant to Rule 12g3-2(b) (iii) under the Securities Exchange Act of 1934 ("Exchange Act").

Name of Report

Date Announced/Filed

SC1-Return of Allotments  
SC1-Return of Allotments  
SC1-Return of Allotments  
Announcement of Completion of the Consolidation  
Transactions

March 12, 2004  
April 15, 2004  
April 27, 2004  
April 26, 2004

Thank you for your attention.

Yours faithfully,  
GOLD PEAK INDUSTRIES (HOLDINGS) LIMITED

Wong Man Kit  
Deputy General Manager

Encl.

PROCESSED

MAY 04 2004

THOMSON  
FINANCIAL



公司註冊處  
Companies Registry

股份分配申報表  
Return of Allotments

(公司條例第45(1)條)  
(Companies Ordinance s. 45(1))

Exemption#82-3604

表格 Form **SC1**

重要事項 Important Notes

- 填表前請參閱〈填表須知〉。  
請用黑色墨水列印。
- Please read the accompanying notes before completing this form.  
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2004 APR 30 A 10:05

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OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

公司編號 Company Number

54055

1 公司名稱 Company Name

Gold Peak Industries (Holdings) Limited

(註 Note 7) 2 分配股份的日期或始末日期 Date or Period during which Shares were Allotted

由 From

10	03	2004
日 DD	月 MM	年 YYYY

至 To

日 DD	月 MM	年 YYYY

3 本次股份分配的總款額 Totals of this Allotment

(註 Note 8)

已繳及應繳的總面額  
Total Nominal Amount Paid and Payable

已繳及應繳的溢價總額 [第5A(a) + 5B(a)項]  
Total Premium Amount Paid and Payable [Sections 5A(a) + 5B(a)]

貨幣單位  
Currency

款額  
Amount

HKD	42,500
HKD	97,150

4 公司自成立為法團當日起計，累積的已繳股款總額(包括本次分配但不包括溢價)

Cumulative Total of Paid-up Share Capital of the Company since Incorporation (Including this Allotment but Excluding Premium)

貨幣單位  
Currency

款額  
Amount

HKD	271,095,033.50

(註 Note 3) 提交人的資料 Presentor's Reference

Gold Peak Industries (Holdings) Limited  
8/F., Gold Peak Building  
30 Kwai Wing Road  
Kwai Chung, N.T.  
Hong Kong

電話 Tel: 2427 1133 傳真 Fax: 2401 0549

電郵地址 E-mail Address:

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Companies Registry  
H.K.

12/03/2004

AA205879

CR No. :

-054055-

Sh. Form :

SC1

5 本次股份分配的詳情 Details of this Allotment

A. 現金支付的分配股份 Shares Allotted for Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of <i>Each Share</i>	每股已繳及應繳的款額 (包括溢價) Amount Paid and Payable on <i>Each Share</i> (Including Premium)		每股的溢價 款額 Premium on <i>Each Share</i>	已繳及應繳 的溢價總款額 <i>Total</i> Premium Paid and Payable  (a)
			已繳付 Paid	應繳付 Payable		
Ordinary	25,000	0.50	1.17	Nil	0.67	16,750
Ordinary	60,000	0.50	1.84	Nil	1.34	80,400

(註 Note 9)

B. 非現金支付的分配股份 Shares Allotted otherwise than in Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of <i>Each Share</i>	每股被視作已繳 及應繳的款額 (包括溢價) Amount Treated as Paid and Payable on <i>Each Share</i> (Including Premium)		每股的溢價 款額 Premium on <i>Each Share</i>	被視作已繳及應繳 的溢價總款額 <i>Total</i> Premium Treated as Paid and Payable  (a)
			已繳付 Paid	應繳付 Payable		
Nil						

(註 Note 10)

分配上述(B)項股份的代價

Consideration for which the Shares in (B) have been Allotted

--

6 獲分配股份者的詳情 Details of Allottee(s)

姓名/名稱 Name	地址 Address	各類別股份分配的數目 No. of Shares Allotted by Class	
		類別 Class Ordinary	類別 Class
Wong Kwok Ho	Room 311, Lee Hing House Lee On Estate, Ma On Shan, N.T.	40,000	
Kwong Yee Mui	Suite 2007, 20/F., Tower A Galaxia, 3 Lung Poon Street Diamond Hill, Kowloon	20,000	
Wong Pui Pui	Flat G, 16/F., Block 12 Charming Garden 8 Hoi Ting Road Mongkok, Kowloon	25,000	
各類別股份分配的總數 Total Shares Allotted by Class		85,000	

簽署 Signed :



姓名 Name :

Wong Man Kit  
董事 Director / 秘書 Secretary \*

日期 Date :

12/03/2004

日 DD / 月 MM / 年 YYYY



公司註冊處  
Companies Registry

**重要事項 Important Notes**

- 填表前請參閱〈填表須知〉。  
請用黑色墨水列印。

- Please read the accompanying notes before completing this form.  
Please print in black ink.

股份分配申報表  
Return of Allotments

(公司條例第 45(1)條)  
(Companies Ordinance, 45(1))



Exemption#82-3604

表格 **SC1**  
Form

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2004 APR 30 A 10:06

公司編號 Company Number

54055

**1 公司名稱 Company Name**

Gold Peak Industries (Holdings) Limited

(註 Note 7) **2 分配股份的日期或始末日期 Date or Period during which Shares were Allotted**

由 From

14	04	2004
日 DD	月 MM	年 YYYY

至 To

日 DD	月 MM	年 YYYY

**3 本次股份分配的總款額 Totals of this Allotment**

(註 Note 8)

已繳及應繳的總面額

Total Nominal Amount Paid and Payable

已繳及應繳的溢價總額 [第 5A(a) + 5B(a)項]

Total Premium Amount Paid and Payable [Sections 5A(a) + 5B(a)]

貨幣單位  
Currency

款額  
Amount

HKD	17,500
HKD	46,900

**4 公司自成立為法團當日起計，累積的已繳股款總額(包括本次分配但不包括溢價)**

**Cumulative Total of Paid-up Share Capital of the Company since Incorporation (Including this Allotment but Excluding Premium)**

貨幣單位  
Currency

款額  
Amount

HKD	271,112,533.50

(註 Note 3) **提交人的資料 Presentor's Reference**

Gold Peak Industries (Holdings) Limited  
8/F., Gold Peak Building  
30 Kwai Wing Road  
Kwai Chung, N.T.  
Hong Kong

電話 Tel: 2427 1133 傳真 Fax: 2401 0549

電郵地址 E-mail Address:

檔號 Reference:

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Your Receipt  
Companies Registry  
H.K.

15/04/2004 00544959  
CR No. : -054055-  
Sh. Form : SC1  
08 \$47.00

5 本次股份分配的詳情 Details of this Allotment

A. 現金支付的分配股份 Shares Allotted for Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股已繳及應繳的款額 (包括溢價) Amount Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	已繳及應繳 的溢價總款額 Total Premium Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		
Ordinary	35,000	0.50	1.84	Nil	1.34	46,900

(註 Note 9)

B. 非現金支付的分配股份 Shares Allotted otherwise than in Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股被視作已繳 及應繳的款額 (包括溢價) Amount Treated as Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	被視作已繳及應繳 的溢價總款額 Total Premium Treated as Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		
Nil						

(註 Note 10)

分配上述(B)項股份的代價

Consideration for which the Shares in (B) have been Allotted

--

6 獲分配股份者的詳情 Details of Allottee(s)

姓名/名稱 Name	地址 Address	各類別股份分配的數目 No. of Shares Allotted by Class	
		類別 Class Ordinary	類別 Class
Lam Wing Yee	Flat H, 1/F., Block 11, Glorious Garden Tuen Mun, N.T.	20,000	
Lee Lai Hing	Room 2508, Tsz Ping House Tin Tsz Estate, Tin Shui Wai N.T.	15,000	
各類別股份分配的總數 Total Shares Allotted by Class		35,000	

簽署 Signed :



姓名 Name : Wong Man Kit  
董事 Director / 秘書 Secretary \*

日期 Date : 15/04/2004  
日 DD / 月 MM / 年 YYYY

\*請刪去不適用者 Delete whichever does not apply



股份分配申報表  
Return of Allotments

Exemption#82-3604

公司註冊處  
Companies Registry

(公司條例第 45(1)條)  
(Companies Ordinance, s.45)

表格 Form **SC1**

重要事項 Important Notes

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請用黑色墨水列印。
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Please print in black ink.

2004 APR 30 A 10: 06

OFFICE OF INTERNATIONAL  
FINANCE

公司編號 Company Number

54055

1 公司名稱 Company Name

Gold Peak Industries (Holdings) Limited

(註 Note 7) 2 分配股份的日期或始末日期 Date or Period during which Shares were Allotted

由 From

26	04	2004
日 DD	月 MM	年 YYYY

至 To

日 DD	月 MM	年 YYYY

3 本次股份分配的總款額 Totals of this Allotment

(註 Note 8)

已繳及應繳的總面額

Total Nominal Amount Paid and Payable

已繳及應繳的溢價總額 [第 5A(a) + 5B(a)項]

Total Premium Amount Paid and Payable [Sections 5A(a) + 5B(a)]

貨幣單位  
Currency

款額  
Amount

HKD	107,500
HKD	282,250

4 公司自成立為法團當日起計，累積的已繳股款總額(包括本次分配但不包括溢價)

Cumulative Total of Paid-up Share Capital of the Company since Incorporation (Including this Allotment but Excluding Premium)

貨幣單位  
Currency

款額  
Amount

HKD	271,220,033.50

(註 Note 3) 提交人的資料 Presentor's Reference

Gold Peak Industries (Holdings) Limited  
8/F., Gold Peak Building  
30 Kwai Wing Road  
Kwai Chung, N.T.  
Hong Kong

電話 Tel: 2427 1133 傳真 Fax: 2401 0549

電郵地址 E-mail Address:

檔號 Reference:

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Your Receipt  
Companies Registry  
H.K.

27/04/2004 AA217169  
CR No. : -054055-  
Sh. Form : SC1  
08 \$283.00

5 本次股份分配的詳情 **Details of this Allotment**

**A. 現金支付的分配股份 Shares Allotted for Cash**

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of <i>Each Share</i>	每股已繳及應繳的款額 (包括溢價) Amount Paid and Payable on <i>Each Share</i> (Including Premium)		每股的溢價 款額 Premium on <i>Each Share</i>	已繳及應繳 的溢價總款額 <i>Total</i> Premium Paid and Payable  (a)
			已繳付 Paid	應繳付 Payable		
Ordinary	200,000	0.50	1.84	Nil	1.34	268,000
Ordinary	15,000	0.50	1.45	Nil	0.95	14,250

(註 Note 9) **B. 非現金支付的分配股份 Shares Allotted otherwise than in Cash**

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of <i>Each Share</i>	每股被視作已繳 及應繳的款額 (包括溢價) Amount Treated as Paid and Payable on <i>Each Share</i> (Including Premium)		每股的溢價 款額 Premium on <i>Each Share</i>	被視作已繳及應繳 的溢價總款額 <i>Total</i> Premium Treated as Paid and Payable  (a)
			已繳付 Paid	應繳付 Payable		
Nil						

(註 Note 10)

分配上述(B)項股份的代價

**Consideration for which the Shares in (B) have been Allotted**

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SCMP April 26, 2004

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**金山工業(集團)有限公司**  
**Gold Peak Industries (Holdings) Limited**  
*(Incorporated in Hong Kong under the Companies Ordinance)*  
 (Stock Code: 40)



#### COMPLETION OF THE CONSOLIDATION TRANSACTIONS

On 5 December 2003, the Directors announced details of the possible major transactions or very substantial acquisitions for the Company which were duly approved at the EGM held on 31 December 2003. On 23 April 2004, pursuant to GP Industries acquiring shares in CIH in the open market, the possible very substantial acquisitions occurred. As a result, the shareholding of GP Industries in CIH has increased to approximately 54.0% and the financial results, and assets and liabilities of CIH will be consolidated into the financial statements of GP Industries and the Company.

The directors (the "Directors") of Gold Peak Industries Holdings Limited (the "Company") announced on 5 December 2003, details of the possible major transactions or very substantial acquisitions for the Company due to the Consolidation Transactions and the Deconsolidation Transactions, if and when they occur (the "Announcement"). Terms used in this announcement shall have the same meanings as defined in the Announcement. On 15 December 2003, a circular was issued to the shareholders of the Company providing information on the possible major transactions or very substantial acquisitions.

On 31 December 2003, the possible major transactions or very substantial acquisitions were duly approved at the EGM.

On 23 April 2004, pursuant to GP Industries acquiring shares in CIH Limited ("CIH", formerly known as Clipsal Industries (Holdings) Limited) in the open market, the possible very substantial acquisitions occurred. As a result, the shareholding of GP Industries in CIH has increased to approximately 54.0% and the financial results, and assets and liabilities of CIH will be consolidated into the financial statements of GP Industries and the Company.

The Directors confirm that except for the completion of the Clipsal Transactions, as announced by the Company on 22 December 2003, no material change has taken place from the time of the Announcement to the date of this announcement.

As at the date of this announcement, the board of Directors of the Company consists of Mr. Victor Lo Chung Wing, Mr. Andrew Ng Sung On, Mr. Kevin Lo Chung Ping, Mr. Paul Lo Chung Wai, Mr. Leung Pak Chuen, Mr. Richard Ku Yuk Hing, Mr. Andrew Chuang Siu Leung, Mr. Chau Kwok Wai and Mr. Raymond Wong Wai Kan as executive Directors, Mr. John Lo Siew Kiong as non-executive Director and Mr. Vincent Cheung Ting Kau and Mr. Lui Ming Wah as independent non-executive Directors.

By Order of the Board  
**WONG Man Kit**  
 Company Secretary

Hong Kong, 23 April 2004

[www.goldpeak.com](http://www.goldpeak.com)

