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## **SINOTRONICS HOLDINGS LIMITED**

**( 華 翔 電 路 控 股 有 限 公 司 ) \***

*(Incorporated in the Cayman Islands with limited liability)*

### **NOTICE OF LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED**

#### **BY WAY OF PLACING**

**Number of Placing Shares : 67,500,000 Shares (subject to  
Over-allotment Option)**  
**Issue Price : HK\$0.90 per Share**  
**Nominal Value : HK\$0.10 each**  
**Stock Code : 8115**

**Sponsor**

**Deloitte & Touche  
Corporate Finance Ltd**

**Co-Sponsor**

**JS CRESVALE**

**Joint Lead Managers**



**Guotai Junan Securities (Hong Kong) Limited**

**JS Cresvale International Limited**

## **SUMMARY**

- The 67,500,000 Shares initially available under the Placing were approximately 6 times over-subscribed.
- The Company will have a public float of approximately 20% of its issued share capital following the completion of the Placing and the Capitalisation Issue (and before the exercise of the Over-allotment Option).
- An aggregate of 77,625,000 Shares (including 67,500,000 Shares initially available under the Placing and 10,125,000 Shares to be borrowed from Mr. Lin) have been conditionally allocated to individuals, professional, institutional and other investors.
- The Company has granted to the Underwriters the Over-allotment Option, exercisable by Guotai Junan Securities (Hong Kong) Limited on behalf of the Underwriters, at any time on or before 8th June, 2001, to require the Company to issue and allot at the Issue Price up to an aggregate of 10,125,000 additional Shares, representing 15% of the Shares initially available under the Placing, to cover over-allocations in the Placing, if any.
- In order to satisfy the over-allocations of 10,125,000 Shares, Guotai Junan will borrow Shares from Mr. Lin under stock borrowing arrangements, pending the exercise of the Over-allotment Option or the purchase of Shares in the secondary market or by a combination of purchase in the secondary market and exercise of the Over-allotment Option either in part or in full. Up to the date of this announcement, the Over-allotment Option has not been exercised. If the Over-allotment Option is exercised, an announcement will be made on the GEM website.
- Dealings in the Shares on GEM are expected to commence at 10:00 a.m. on Thursday, 17th May, 2001.

Unless otherwise defined herein, the terms used in this announcement have the same meanings as in the prospectus of Sinotronics Holdings Limited dated 11th May, 2001 (the "Prospectus").

## **LEVEL OF INTEREST**

The 67,500,000 Placing Shares were approximately 6 times over-subscribed. As a result, an aggregate of 77,625,000 Shares (including 67,500,000 Shares initially available under the Placing and 10,125,000 Shares to be borrowed from Mr. Lin) have been conditionally allocated to individual, professional, institutional and other investors.

## RESULT OF ALLOCATIONS

77,625,000 Shares have been conditionally allocated to a total of 155 places as follows:

<b>Number of Shares</b>	<b>Number of Places</b>
0 to 100,000	122
100,001 to 500,000	7
500,001 to 1,000,000	7
1,000,001 to 5,000,000	17
5,000,001 to 10,000,000	2
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Total	<b>155</b>

All places are individual, professional and institutional investors, who are independent of and not connected with any of the directors, chief executive, substantial shareholders or management shareholders of the Company or any of its subsidiaries or any of their respective associates.

Of the total of 77,625,000 Shares, a total of 10,000,000 and 50,447,000 Placing Shares have been conditionally allocated to the largest and the ten largest places respectively, representing approximately 14.81% and approximately 74.74% of the total number of Shares initially available under the Placing respectively, or approximately 2.96% and approximately 14.95% of the enlarged issued share capital of the Company immediately after completion of the Placing and the Capitalisation Issue (and before the exercise of the Over-allotment Option). None of the Placing Shares have been allocated to any party or group of persons as specified under Rule 10.12(4) of the GEM Listing Rules.

**The investors should be aware that the concentration of shareholders may affect the liquidity of the Shares. The shareholders and potential investors are advised to exercise extreme caution in dealing with the Shares.**

## MINIMUM PUBLIC FLOAT

According to the GEM Listing Rules, the Company is required to maintain a public float of not less than 20% of its issued share capital from time to time. Immediately following the completion of Placing and the Capitalisation Issue (and before the exercise of the Over-allotment Option), the Company will have a public float of approximately 20% of its issued share capital. If the Over-allotment Option is exercised in full, the total Placing Shares issued will represent approximately 22.3% of the enlarged issued share capital of the Company immediately after completion of the Placing and the Capitalisation Issue and full exercise of the Over-allotment Option.

## DEPOSIT OF SHARE CERTIFICATE INTO CCASS

The share certificates in respect of the Placing Shares are expected to be deposited into CCASS for credit to the respective CCASS participants' stock accounts of the relevant Underwriters on 16th May, 2001.

## **OVER-ALLOTMENT OPTION**

The Company has granted to the Underwriters the Over-allotment Option, exercisable by Guotai Junan Securities (Hong Kong) Limited on behalf of the Underwriters, at any time on or before 8th June, 2001, to require the Company to issue and allot at the Issue Price up to an aggregate of 10,125,000 additional Shares, representing 15% of the Shares initially available under the Placing, to cover over-allocations in the Placing, if any. Up to the date of this announcement, the Over-allotment Option has not been exercised. Should the Over-allotment Option be exercised, an announcement will be made on the GEM website, and in the South China Morning Post in English and Hong Kong Economic Times in Chinese.

In order to satisfy the over-allocations of 10,125,000 Shares, Guotai Junan will borrow Shares from Mr. Lin under stock borrowing arrangements, pending the exercise of the Over-allotment Option or the purchase of Shares in the secondary market or by a combination of purchase in the secondary market and exercise of the Over-allotment Option either in part or in full.

## **COMMENCEMENT OF DEALINGS**

Dealings in the Shares on GEM are expected to commence at 10:00 a.m. on Thursday, 17th May, 2001.

By order of the Board  
**Sinotronics Holdings Limited**  
**Lin Wan Qaing**  
*Chairman*

Hong Kong, 16th May, 2001

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Group. The Directors having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement and a copy of the Prospectus will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) from the date of posting.*

*\* For identification purposes only*