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## **UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED**

**(環球實業科技控股有限公司) \***

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

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

<b>Number of Placing Shares</b>	<b>:</b>	<b>initially 150,000,000 Shares (subject to Over-allotment Option)</b>
<b>Issue Price</b>	<b>:</b>	<b>HK\$0.21 per Placing Share</b>
<b>Nominal Value</b>	<b>:</b>	<b>HK\$0.01 per Share</b>
<b>Stock Code</b>	<b>:</b>	<b>8091</b>

**Sponsor, Lead Manager and Sole Underwriter**

**VICKERS BALLAS CAPITAL LIMITED**

**Principal Placing Agent**

**DBS Vickers (Hong Kong) Limited**

**Placing Agents**

**Core Pacific-Yamaichi International (H.K.) Limited**

**Polaris Securities (Hong Kong) Limited**

**Phoenix Capital Securities Limited**

**Tai Fook Securities Company Limited**

**Christfund Securities Limited**

#### **Summary**

- The Issue Price was determined at HK\$0.21 per Placing Share.
- The 150,000,000 Placing Shares were subscribed approximately 3 times.

\* For identification purposes only

- The Company has granted the Over-allotment Option to Vickers Ballas at any time and from time to time during the period of 30 days from the date of the Prospectus dated 19 October 2001 to require the Company to issue up to, at the Issue Price, an aggregate of 22,500,000 additional Shares representing approximately 15% of the Shares available under the Placing. Up to the date of this announcement, the Over-allotment Option has not been exercised.
- Dealings in the Shares on GEM are expected to commence at 10:00 a.m. on Friday, 26 October 2001. If there is any change to the expected timetable, an announcement will be made by the Company on the GEM website at [www.hkgem.com](http://www.hkgem.com).

Unless otherwise defined herein, the terms in this announcement have the same meanings as in the prospectus of the Company dated 19 October 2001 (the “Prospectus”).

### **Issue Price**

The Issue Price was determined at HK\$0.21 per Placing Share.

### **Level of interest**

A total of 454,520,000 Shares were subscribed and a total of 158,300,000 Shares (including the 150,000,000 Placing Shares initially available under the Placing and 8,300,000 Shares over-allocated) were allocated to subscribers. The 158,300,000 Shares were conditionally allocated in full to professional, institutional and individual investors. The placees are independent of and not connected with any of the directors, chief executive, substantial shareholders or management shareholders of the Company and any of its subsidiaries or an associate of any of them. The over-allocated Shares were borrowed from the controlling Shareholder, World One, under the stock borrowing arrangement.

The following also sets forth the concentration of the 158,300,000 Shares:–

	<b>Aggregate number of Placing Shares held</b>	<b>Approximate percentage of the Placing Shares</b>	<b>Approximate percentage of shareholding immediately after completion of the Capitalisation Issue and the Placing (but before the exercise of the Over-allotment Option)</b>
Top placee	25,000,000	15.8%	4.2%
Top 5 placees	125,000,000	79.0%	20.8%
Top 10 placees	151,500,000	95.7%	25.3%
Top 25 placees	153,090,000	96.7%	25.5%

The 158,300,000 Shares were allocated to a total of 130 places as follows:

Number of Shares	Number of places
0 – 50,000	69
50,001 – 100,000	50
100,001 – 200,000	2
200,001 – 500,000	3
500,001 – 24,999,999	–
25,000,000	6
158,300,000	Total number of places: 130

No Shares have been placed to any party or group of persons specified under Rule 10.12(4) of the GEM Listing Rules.

There is a high concentration of shares held by a small number of shareholders. **The investors should be aware that the concentration of shareholders might affect the liquidity of the Shares in the secondary market. Consequently, the Shareholders and potential investors are advised to exercise extreme caution in dealing in the Shares.**

#### **Minimum public float requirement**

According to the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited, the Company is required to maintain a public float of not less than 25% of its issued share capital. Immediately following the Placing (but before exercise of the Over-allotment Option), the Company will have a public float of not less than 25% of its issued share capital.

#### **Deposit of share certificate into CCASS**

The 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 placing agents. All new Shares are expected to be issued on 24 October 2001.

#### **Over-allotment Option**

The Company has granted to and exercisable by Vickers Ballas the Over-allotment Option at any time and from time to time during the period of 30 days from the date of the Prospectus of 19 October 2001 to require the Company to issue up to, at the Issue Price, an aggregate of 22,500,000 additional Shares representing approximately 15% of the Shares initially available under the Placing. If the Over-allotment Option is exercised, an announcement will be made on the GEM website. Up to the date of this announcement, the Over-allotment Option has not been exercised.

## **Commencement of dealings**

Dealings in the Shares on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited are expected to commence at 10:00 a.m. on Friday, 26 October 2001. If there is any change to the expected timetable, an announcement will be made on the GEM website at [www.hkgem.com](http://www.hkgem.com).

By order of the Board  
**Man Wing Pong**  
*Director*  
**Universal Technologies Holdings Limited**

Hong Kong, 23 October 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 Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) 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 listing document referred to above will be available for viewing on the GEM website.*