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GP NanoTechnology Group Limited

廣平納米科技集團有限公司*

(Incorporated in Bermuda with limited liability)

FAILURE OF PUBLICATION OF THIRD QUARTERLY RESULTS

Summary

The Company announces that the non-publication of the Third Quarterly Results of the Group by 14 November 2003 was due to, among others, the Offer encountered during its relevant offer period and the delay in the issuance of the relevant offeree circular. Pursuant to the announcement of the Offeror dated 6 January 2004, the Offer had lapsed on 6 January 2004, and the further delay in publication of the Third Quarterly Results thereafter was due to, among others, the uncertainty encountered by the Company in relation to the appointment of new directors. The delay in publication of the Third Quarterly Results had constituted breaches of Rule 18.66 and 18.67 of the GEM Listing Rules.

The Stock Exchange has indicated that it reserves the rights to take appropriate actions regarding the aforesaid breaches.

The Company expects to publish the Third Quarterly Results of the Company on 11 March 2004.

At the request of the Company, trading in the shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 7 August 2003. Trading of shares of the Company remain suspended.

The non-publication of the Third Quarterly Results of GP NanoTechnology Group Limited (the “**Company**”) by 14 November 2003 was due to, among others, the voluntary conditional cash offer initiated by Yu Ming Investment Management Limited on behalf of Right Field Holdings Limited (the “**Offeror**”) to acquire the entire issued share capital of the Company (the “**Offer**”) encountered during its relevant offer period and the delay in the issuance of the relevant offeree circular. Pursuant to the announcement of the Offeror dated 6 January 2004, the Offer had lapsed on 6 January 2004, and the further delay in publication of the Third Quarterly Results thereafter was due to, among others, the uncertainty encountered by the Company in relation to the appointment of new directors. The delay in publication of the Third Quarterly Results had constituted breaches of Rules 18.66 and 18.67 of the Rules Governing the Listing of the Securities (“**GEM Listing Rules**”) on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Stock Exchange has indicated that it reserves the rights to take appropriate actions regarding the aforesaid breaches.

The Company expects to publish the Third Quarterly Results of the Company on 11 March 2004.

At the request of the Company, trading in the shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 7 August 2003. Trading of shares of the Company remain suspended.

By Order of the Board

Fung Chiu

Executive Director

Hong Kong, 27 February 2004

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with The Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors of the Company 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 will remain on the page of “Latest Company Announcements” on the GEM website for at least 7 days from the date of its posting and on the Company’s website at www.gpnano.com.

** For identification only*