



安瑞科能源裝備控股有限公司

ENRIC ENERGY EQUIPMENT HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Placing



Global Coordinator, Bookrunner and Sponsor



China Everbright Capital Limited

Lead Manager



China Everbright Securities (HK) Limited

IMPORTANT

If you are in any doubt about this prospectus, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional advisers.



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

**Number of Placing Shares : 120,000,000 Shares (subject to
Over-allotment Option)**
**Placing Price : not more than HK\$1.68 per Placing Share
and expected to be not less than HK\$1.12
per Placing Share**
Nominal value : HK\$0.01 per Share
Stock code : 8289

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The Stock Exchange and HKSCC take no responsibility for the contents of this prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this prospectus.

A copy of this prospectus, having attached thereto the documents specified in the section headed "Documents delivered to the Registrar of Companies" in Appendix VIII to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or the documents referred to above.

The Placing Price is expected to be fixed by agreement between the Company and China Everbright Securities (HK) Limited (for itself and on behalf of the Underwriters) on the Price Determination Date, which is currently scheduled on or before 12 October 2005. The Placing Price will not be more than HK\$1.68 per Share and is expected to be not less than HK\$1.12 per Share. If the Company and China Everbright Securities (HK) Limited (for itself and on behalf of the Underwriters) are unable to reach an agreement on the Placing Price by that date or such later date as agreed by the Company and China Everbright Securities (HK) Limited (for itself and on behalf of the Underwriters), the Placing will not become unconditional and will not proceed.

The obligations of the Underwriters to procure applicants to subscribe for, or failing which themselves to subscribe for, the Placing Shares are subject to termination by China Everbright Securities (HK) Limited (for itself and on behalf of the Underwriters) if any of the events set forth in the section headed "Underwriting – Grounds for termination" in this prospectus including, without limitation, any act of God, war, riot, public disorder, civil commotion, economic sanctions, fire, flood, explosion, epidemic, terrorism, strike or lock-out or any escalation of hostilities involving Hong Kong, the PRC, the United States occurs at any time before 8:00 a.m. on the Listing Date.

10 October 2005