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This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Shougang Concord Technology Holdings Limited and Sino Stride Technology (Holdings) Limited.



首長科技集團有限公司 SHOUGANG CONCORD TECHNOLOGY HOLDINGS LIMITED (incorporated in Hong Kong with limited liability)

(Stock Code: 521)



SINO STRIDE TECHNOLOGY (HOLDINGS) LIMITED 中程科技集團有限公司\*

(incorporated in the Cayman Islands with limited liability) (Stock Code: 8177)

## Despatch of Offer Document of Shougang Concord Technology Holdings Limited in relation to a voluntary conditional share exchange offer by CIMB-GK Securities (HK) Limited on behalf of Made Connection Limited, a wholly-owned subsidiary of Shougang Concord Technology Holdings Limited, to acquire all the issued shares of Sino Stride Technology (Holdings) Limited

The Offer Document containing, among other things, the details of the Share Exchange Offer, the letter from the Company and the letter from CIMB-GK to the SST Shareholders in respect of the Share Exchange Offer, together with the form of acceptance and transfer of the SST Shares under the Share Exchange Offer, were despatched to the SST Shareholders on 20 February 2006.

Reference is made to the joint announcements of SCT and SST dated 23 December 2005, 18 January 2006 and 17 February 2006 in relation to the Share Exchange Offer and the Offer Document. Unless otherwise defined, capitalised terms used herein shall have the same respective meanings as those defined in the Offer Document.

## **DESPATCH OF OFFER DOCUMENT**

The Offer Document containing, among other things, the details of the Share Exchange Offer, the letter from the Company and the letter from CIMB-GK to the SST Shareholders in respect of the Share Exchange Offer, together with the form of acceptance and transfer of the SST Shares under the Share Exchange Offer, were despatched to the SST Shareholders on 20 February 2006. In accordance with the Takeovers Code, SST is required to post the Offeree Document to the SST Shareholders within 14 days from the posting of the Offer Document, i.e. 6 March 2006, unless the Executive consents to a later date and the Offeror agrees to extend the First Closing Date.

The Share Exchange Offer commences on 20 February 2006 and will close at 4:00 p.m. on 20 March 2006, being not less than 28 days after the date of posting of the Offer Document, unless the Offeror revises or extends the Share Exchange Offer in accordance with the relevant provisions of the Takeovers Code.

The latest time for acceptance of the Share Exchange Offer, unless otherwise revised or extended, will be at 4:00 p.m. on the First Closing Date. An announcement will be posted on the Stock Exchange's website by 7:00 p.m. on the First Closing Date regarding the results of the Share Exchange Offer and as to whether the Share Exchange Offer has expired or has been revised, or, if the Share Exchange Offer has by that time become or is declared unconditional, in relation to any extension of the Share Exchange Offer to state either the next closing date or that the Share Exchange Offer will remain open until further notice. In the latter case, at least 14 days' notice in writing will be given, before the Share Exchange Offer is closed, to those SST Shareholders who have not accepted the Share Exchange Offer. Such announcement will be published in one English newspaper and one Chinese newspaper on the date immediately following the First Closing Date. In accordance with the Takeovers Code, where the Share Exchange Offer becomes or is declared unconditional (whether as to acceptances or in all respects), it should remain open for acceptance for not less than 14 days thereafter.

The major transaction circular of SCT containing, among other things, the details of the Share Exchange Offer and the letter from the Company in respect of the Share Exchange Offer is expected to be despatched to the Shareholders on or before 6 March 2006.

The EGM of SCT is expected to be held on or before Tuesday, 21 March 2006. A form of proxy for use in such meeting will be enclosed with the major transaction circular of SCT.

Further pro forma financial information of the Enlarged Group will be included in the Offeree Document to be despatched on or before 6 March 2006.

The SST Shareholders, the Shareholders and investors of SST and SCT should exercise caution when dealing in the SST Shares and the SCT Shares.

The SST Shareholders are advised to read the Offer Document carefully, including the letter from the Company and the letter from CIMB-GK to the SST Shareholders in respect of the Share Exchange Offer contained therein, and the Offeree Document before deciding whether or not to accept the Share Exchange Offer.

 By Order of the Board
 By Order of the Board

 SHOUGANG CONCORD TECHNOLOGY HOLDINGS LIMITED
 SINO STRIDE TECHNOLOGY (HOLDINGS) LIMITED

 Cao Zhong
 Wong Wai Tin

 Chairman
 Chairman

Hong Kong, 20 February 2006

The directors of SCT and the Offeror jointly and severally accept full responsibility for the accuracy of the information (other than that in respect of the SST Group) in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

The directors of SST jointly and severally accept full responsibility for the accuracy of the information (other than that in respect of the SCT Group and the Offeror) in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the Board comprises Cao Zhong (Chairman), Zhang Wenhui (President), Tzu San Te (Executive Director), Tse Chun Sing (Executive Director), Chen Jang Fung (Non-executive Director), Leung Shun Sang, Tony (Non-executive Director), Chan Wah Tip, Michael (Nonexecutive Director), Choy Hok Man, Constance (Non-executive Director), Kan Lai Kuen, Alice (Independent Non-executive Director), Kwan Bo Ren, Dick (Independent Non-executive Director) and Wong Kun Kim (Independent Non-executive Director). As at the date of this announcement, the board of directors of SST comprises Wong Wai Tin (Chairman), Chau Chit (Executive Director), Shen Yue (Executive Director), Wong Wai Kwan (Non-executive Director), Ng Chong Khim (Non-executive Director), Tay Hun Kiat (Non-executive Director), Cai Xiao Fu (Independent non-executive Director), Shi Jian Jun (Independent non-executive Director) and Li Xiaoqiang Richard (Independent non-executive Director).

This announcement will remain on the GEM website at www.hkgem.com for at least 7 days from the day of its posting and at SST's website www.sinostride.com.

Please also refer to the published version of this announcement in South China Morning Post - Classified.

<sup>\*</sup> For identification purpose only