The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this announcement, 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 announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.



# INTERNATIONAL ELITE LTD. 精英國際有限公司

(Incorporated in the Cayman Islands with limited liability)

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

Number of Placing Shares: 228,000,000 Shares<br/>(subject to the Over-allotment Option)Placing Price: HK\$1.36 per ShareNominal Value: HK\$0.01 each<br/>Stock CodeStock Code: 8313

Sole Sponsor, Sole Bookrunner and Sole Lead Manager

Daiwa Securities SMBC

Daiwa Securities SMBC Hong Kong Limited

- The 228,000,000 Shares initially available for subscription under the Placing were significantly over-subscribed. Apart from the 228,000,000 Shares available for subscription under the Placing, Daiwa Securities SMBC (for itself and on behalf of the Underwriters) has over-allocated an aggregate of 34,200,000 Shares under the Placing. Daiwa Securities SMBC has entered into stock borrowing arrangements with Ever Prosper.
- The Company has granted to Daiwa Securities SMBC (for itself and on behalf of the Underwriters) the Over-allotment Option exercisable at any time within 30 days after the Listing Date, to require the Company to allot and issue, at the Placing Price, up to an additional 34,200,000 Shares, representing 15% of the Placing Shares initially available for subscription under the Placing. The price of the Placing Shares may be stabilized in accordance with the Price Stabilizing Rules, details of which are contained in the Prospectus. In the event that the Over-allotment Option is exercised, the Company will issue a separate announcement accordingly.
- The 262,200,000 Shares have been significantly over-subscribed for and were conditionally allocated under the Placing to a total of 143 professional, institutional and other individual investors. All placees under the Placing are independent of, not connected and not acting in concert with the Directors, chief executive, Initial Management Shareholders or significant Shareholders of the Company or any of its subsidiaries, and their respective associates within the meaning of the GEM Listing Rules or any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing.
- Immediately after the completion of the Placing, the public float of the Company will be approximately 28.75% of the enlarged issued share capital of the Company (assuming there is no exercise of the Over-allotment Option, the Pre-IPO Share Options or options to be granted pursuant to the Share Option Scheme).
- Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares in the secondary market. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.
- Dealings in the Shares on GEM are expected to commence at 9:30 a.m. on Tuesday, 16 October 2007.

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the prospectus (the "Prospectus") of International Elite Ltd. (精英國際有限公司) (the "Company") dated 11 October 2007.

## PLACING PRICE

The Placing Price is HK\$1.36 per Share (excluding brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%). The net proceeds to be received by the Company from the Placing are estimated to be approximately HK\$285 million.

# LEVEL OF INTERESTS UNDER THE PLACING

The 228,000,000 Shares initially available for subscription under the Placing were significantly over-subscribed. Apart from the 228,000,000 Shares available for subscription under the Placing, Daiwa Securities SMBC (for itself and on behalf of the Underwriters) has over-allocated an aggregate of 34,200,000 Shares under the Placing. Daiwa Securities SMBC has entered into stock borrowing arrangements with Ever Prosper.

The Company has granted to Daiwa Securities SMBC (for itself and on behalf of the Underwriters) the Over-allotment Option exercisable at any time within 30 days after the Listing Date, to require the Company to allot and issue, at the Placing Price, up to an additional 34,200,000 Shares, representing 15% of the Placing Shares initially available for subscription under the Placing. The price of the Placing Shares may be stabilized in accordance with the Price Stabilizing Rules, details of which are contained in the Prospectus. In the event that the Overallotment Option is exercised, the Company will issue a separate announcement accordingly. If the Over-allotment Option is exercised in full, the aggregate number of Shares to be issued pursuant thereto will represent approximately 3.61% of the enlarged issued share capital of the Company following the completion of the Placing and full exercise of the Over-allotment Option (assuming there is no exercise of the Pre-IPO Share Options or options to be granted pursuant to the Share Option Scheme).

# **RESULTS OF ALLOCATION**

The 262,200,000 Shares have been significantly over-subscribed for and were conditionally allocated under the Placing to a total of 143 professional, institutional and other individual investors. The distribution of the Placing Shares are set out below:

	Aggregate number of Placing Shares held	Approximate percentage of the total number of Placing Shares	Approximate percentage of shareholding over the enlarged issued share capital of the Company immediately after completion of the Placing
Top placee	47,310,000	18.04%	5.19%
Top 5 placees	145,528,000	55.50%	15.96%
Top 10 placees	208,006,000	79.33%	22.81%
Top 25 placees	244,312,000	93.18%	26.79%

#### Number of Placing Shares allocated

#### Number of placees

2,000 to 100,000	80
100,001 to 500,000	27
500,001 to 1,000,000	13
1,000,001 to 2,000,000	8
2,000,001 to 5,000,000	3
5,000,001 above	12
	143

All placees under the Placing are independent of, not connected and not acting in concert with the Directors, chief executive, Initial Management Shareholders or significant Shareholders of the Company or any of its subsidiaries, and their respective associates within the meaning of the GEM Listing Rules or any person or group of persons as stated in Rules 10.12(4) of the GEM Listing Rules or any nominees of the foregoing.

Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares in the secondary market. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

### MINIMUM PUBLIC FLOAT REQUIREMENT

Pursuant to Rule 11.23(1) of the GEM Listing Rules, the Company is required to maintain a public float of not less than 25% of its total issued share capital at the time when the Shares commence dealings on GEM and at all times thereafter. Immediately after the completion of the Placing, the public float of the Company will be approximately 28.75% of the enlarged issued share capital of the Company (assuming there is no exercise of the Over-allotment Option, the Pre-IPO Share Options or options to be granted pursuant to the Share Option Scheme).

### **DEPOSIT OF SHARE CERTIFICATES INTO CCASS**

Subject to the granting of the listing of, and permission to deal in, the Shares on GEM as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second trading day after the date on which the relevant securities transactions are effected on the Stock Exchange. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The share certificates issued in respect of the Placing Shares will be deposited into CCASS on Monday, 15 October 2007 for credit to the respective CCASS participants' stock accounts or investor participants' stock accounts of the Underwriters, the placees or their agents (as the case

may be). If any events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" of the Prospectus occur at any time at or prior to 8:00 a.m. on the Listing Date, Daiwa Securities SMBC (for itself and on behalf of the Underwriters) is entitled to terminate the obligations of the Underwriter under the Underwriting Agreement by notice in writing to the Company, and should this happen, an announcement will be made by the Company on the GEM website and the Company's website at www.iel.hk accordingly.

### **COMMENCEMENT OF DEALINGS**

Dealings in the Shares on GEM are expected to commence at 9:30 a.m. on Tuesday, 16 October 2007. If there is any change to the expected timetable, an announcement will be made immediately by the Company on the GEM website and the Company's website at www.iel.hk. The Shares will be traded in board lots of 2,000 Shares.

By order of the Board International Elite Ltd. 精英國際有限公司 Kwok King Wa Chairman

Executive Directors: Mr. Li Kin Shing Ms. Kwok King Wa Ms. Li Yin Mr. Wong Kin Wa Mr. Li Wen

Independent non-executive Directors: Mr. Tang Yue Mr. Chen Xue Dao Mr. Cheung Sai Ming

Hong Kong, 12 October 2007

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for 7 days from the date of its posting. This announcement will also be posted on the Company's website at www.iel.hk.

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 the information with regard to the Company. 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 aspects 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.