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## IMPORTANT

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



# Ocean Grand Chemicals Holdings Limited

海域化工集團有限公司\*

(incorporated in Bermuda with limited liability)

## PLACING (INCLUDING OFFER FOR SALE) AND PUBLIC OFFER

Number of Offer Shares	: 118,864,000 Shares (subject to the Over-allotment Option)
Number of Public Offer Shares	: 11,888,000 Shares (subject to re-allocation)
Number of New Placing Shares	: 66,612,000 Shares (subject to re-allocation and the Over-allotment Option)
Number of Sale Shares	: 40,364,000 Shares
Offer Price	: HK\$0.88 per Offer Share (payable in full upon application)
Nominal value	: HK\$0.10 each
Stock code	: 2882

International Co-ordinator, Lead Manager and Bookrunner



## Kingsway SW Securities Limited

Sponsor and Co-Lead Manager

Co-Sponsor

**JS CRESVALE**



**JS Cresvale Securities International Limited**

**Kingsway Capital Limited**

Co-Managers

**Core Pacific-Yamaichi Securities (H.K.) Limited  
Crosby Limited  
CSC Securities (HK) Limited  
FB Gemini Securities Limited  
First Shanghai Securities Limited**

**Guotai Junan Securities (Hong Kong) Limited  
KCG Securities Asia Limited  
SBI E2-Capital Securities Limited  
Tanrich Securities Company Limited  
Tung Tai Securities Co. Ltd.**

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

*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 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 or any other documents referred to above.*

*A copy of this prospectus will be filed with the Registrar of Companies in Bermuda as required by the Companies Act 1981 of Bermuda as soon as reasonably practicable. The Registrar of Companies in Bermuda takes no responsibility whatsoever as to the contents of this prospectus or any other documents referred to above.*

*Prospective investors of the Offer Shares should note that the Underwriters may terminate the arrangements under the Underwriting Agreements by notice in writing to the Company given by each of the Sponsors and Kingsway SW Securities (for itself and on behalf of the other Underwriters) upon the occurrence of any of the events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting arrangements under the Share Offer" of this prospectus at any time prior to 9:00 a.m. (Hong Kong time) on Thursday, 26 June 2003 (or such other date as Kingsway SW Securities may agree in writing with the Company). Such events include, but without limitation to, act of government, strikes, lock-out, fire, explosion, flooding, civil commotion, acts of war, acts of God, acts of terrorism, economic sanctions, public disorder, riot and epidemic.*

\* For identification purposes only

17 June 2003