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MOULIN INTERNATIONAL HOLDINGS LIMITED

泰興光學集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 389)

CLARIFICATION ANNOUNCEMENT AND RESUMPTION OF TRADING

The Board makes this clarification announcement (i) in connection with the suspension in trading of the Shares, at the request of the Company, with effect from 9:30 a.m. on February 4, 2005 pending an announcement of the Proposed Placing and Subscription and (ii) in response to the Newspaper Articles and Television Coverage regarding the Proposed Placing and Subscription.

The suspension request was made by the Company after the terms and conditions of the Proposed Placing and Subscription were settled with the proposed placing agents in the late evening of February 3, 2005 and presented to prospective placees. The Company was informed at approximately 12:00 p.m. on February 4, 2005 that the proposed price for the placing was not acceptable to the prospective placees, and thereafter the Company and the proposed placing agents were unable to come to any further agreement on the proposed price. The Company is currently giving further consideration to the Proposed Placing and Subscription and has been in discussions with various proposed placing agents to negotiate the terms and conditions thereof. However, no definitive agreement has been reached on the terms and conditions of the Proposed Placing and Subscription.

As the Proposed Placing and Subscription may or may not proceed, shareholders of the Company and the public are advised to exercise caution when dealing in the Shares.

An application has been made by the Company for the resumption of trading in the Shares with effect from 9:30 a.m. on February 14, 2005.

Reference is made to (i) the suspension in trading of the shares of HK\$0.50 each (“**Shares**”) in Moulin International Holdings Limited (the “**Company**”), at the request of the Company, with effect from 9:30 a.m. on February 4, 2005, pending an announcement to be made by the Company in connection with a proposed placing of existing Shares and subscription for new Shares (the “**Proposed Placing and Subscription**”), and (ii) articles appearing in the certain newspapers (the “**Newspaper Articles**”) and television coverage (“**Television Coverage**”) on February 4, 2005 regarding the Proposed Placing and Subscription.

The board of directors of the Company (the “**Board**”) announces that the Company engaged in discussions with the proposed placing agents for the Proposed Placing and Subscription shortly after 4:00 p.m. on February 3, 2005 to discuss and negotiate the terms and conditions thereof, including the placing price per Share and the number of placing Shares. The suspension request was made by the Company after the terms and conditions of the Proposed Placing and Subscription were settled with the proposed placing agents in the late evening of February 3, 2005 and presented to prospective placees. However, the Company was informed at approximately 12:00 p.m. on February 4, 2005 that the proposed price for the placing was not acceptable to the prospective placees and thereafter the Company and the proposed placing agents were unable to come to any further agreement on the proposed price.

The Board wishes to clarify that the Board is currently giving further consideration to the terms and conditions of the Proposed Placing and Subscription and has been in discussions with various proposed placement agents to negotiate these terms and conditions, including the placing price and the number of shares subject to the proposed placing. The Board wishes to further clarify that no definitive agreement has been reached on the terms or structure of the Proposed Placing and Subscription. A further announcement will be made by the Company if and when the Proposed Placing and Subscription proceeds.

The Board notes that the Newspaper Articles and Television Coverage contained statements as to the purported terms of the Proposed Placing and Subscription, including the number of shares to be placed and the amount of the placing price. The Board wishes to confirm that (i) the purported number of placing Shares and the price per placing Share in connection with the Proposed Placing and Subscription as contained in the Newspaper Articles and Television Coverage were identical to the terms that were settled with the proposed placing agents in the late evening of February 3, 2005; (ii) neither the Company nor, to the best of its knowledge after conducting reasonable enquiries, any of its relevant advisors or proposed placing agents had provided this information to the media (including the press and television stations); and (iii) the Company is not aware of the source from which information contained in the Newspaper Articles and Television Coverage concerning the terms of the Proposed Placing and Subscription was based.

Trading in the Shares was suspended at the request of the Company with effect from 9:30 a.m. on February 4, 2005. An application has been made by the Company for the resumption of trading in the Shares with effect from 9:30 a.m. on February 14, 2005.

As the Proposed Placing and Subscription may or may not proceed, shareholders of the Company and the public are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Ma Bo Kee
Chairman

Hong Kong, February 8, 2005

As at the date of this announcement, the Board comprises (1) Mr Ma Bo Kee, Mr Ma Bo Fung, Mr Ma Bo Lung, Mr Ma Lit Kin, Cary, Mr Ma Hon Kin, Dennis, Mr Tong Ka Wai, Dicky and Mr Joseph A Barrett as executive Directors and (2) Mr Ng Tai Chiu, David, Mr Chan Wing Wah, Ivan and Mr So Kwan Hon, Danny, as independent non-executive Directors.

** For identification purposes only*

Please also refer to the published version of this announcement in The Standard.