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**新世界信息科技有限公司\***

**NewWorldTMT Limited**

(incorporated in the Cayman Islands with limited liability)

**(Stock Code: 301)**

## **DISCLOSEABLE TRANSACTION**

The Board announces that on 24 March 2005, Wealthy Technologies (a wholly owned subsidiary of the Company) signed the Application with eBANK pursuant to which Wealthy Technologies applied for 4,500 Shares at JPY140,000 per Share for a total consideration of JPY630,000,000 (approximately HK\$46,921,000).

The Application constitutes a discloseable transaction for the Company under the Listing Rules. The Company will send a circular containing further details on the Application to its shareholders as soon as practicable after this announcement.

### **THE APPLICATION**

**Date:** 24 March 2005

**Parties:**

(i) Issuer: eBANK Corporation

(ii) Applicant: Wealthy Technologies Limited, a wholly owned subsidiary of the Company

eBANK is an independent third party not connected with the directors, chief executive and substantial shareholders of the Company and any of its subsidiaries or any of their respective associates.

eBANK proposed a financing offering ordinary shares up to 69,268 Shares at JPY140,000 per Share to investors for the period from 18 March 2005 to 24 March 2005.

### **Shares to be applied**

Pursuant to the Application, Wealthy Technologies applied for 4,500 Shares which would be allotted on 24 March 2005 upon receipt of the total subscription price.

The 4,500 Shares represent approximately 0.9% of the existing issued share capital carrying voting rights at shareholder meetings of eBANK prior to the closing of eBANK's March financing and approximately 0.8% of the issued share capital carrying voting rights at shareholder meetings of eBANK as enlarged by eBANK's March financing.

eBANK plans to apply for listing in 2006 or 2007. The Shares offered by eBANK shall not be resold to a third party within the period from the issue date of the Shares to six months after the day of listing (if it is shorter than one year, that period will be one year after the issue date of the Shares). However such lock-up period will lose effect if there is delay in the listing plan of eBANK.

The audited loss before and after taxation and extraordinary items of eBANK for the years ended 31 March 2003 and 2004 were JPY4,164,000,000 (approximately HK\$266,787,000) and JPY4,284,000,000 (approximately HK\$274,476,000) respectively (for 2003) and JPY2,599,000,000 (approximately HK\$179,331,000) and JPY2,958,000,000 (approximately HK\$204,102,000) respectively (for 2004). Based on its unaudited management accounts, eBANK has recorded profits for the six months ended 30 September 2004.

The audited net asset value of eBANK as at 31 March 2004 was JPY9,638,000,000 (approximately HK\$711,670,000).

### **Subscription Price**

The subscription price of JPY140,000 per Share was pre-determined by eBANK which is the same subscription price as offered by eBANK to the other investors.

The total subscription price paid by Wealthy Technologies for 4,500 Shares is JPY630,000,000 (approximately HK\$46,921,000).

### **Completion**

The Application was completed on 24 March 2005.

### **INFORMATION ON EBANK**

eBANK was founded in Japan and was granted its banking license in 2001. Its principal business is to provide payment/settlement and related depositary services over Internet. The categories of activities include: eCommerce settlement (such as B2C shopping, auto bill payment and auctions); digital contents settlement (such as the online purchase of games, videos and music); and email payments and money transfer (such as small business B2C shopping and C2C).

### **INFORMATION ON THE COMPANY**

The Company is principally engaged in the development, investment, operation and/or management of telecommunications, media and technology businesses in Hong Kong and the PRC.

### **REASONS FOR THE SUBSCRIPTION**

eBANK's business is in line with the Company's business strategy and will further enhance the Group's profits generating ability by way of dividends and capital appreciation from eBANK in the future.

Also, the directors of the Company (including the independent non-executive directors) are of the view that the terms of the Application are on normal commercial terms and are fair and reasonable with reference to the financial prospect of eBANK and having regard to relevant factors including the prevailing business conditions and environment in which eBANK operates, and in the interests of the shareholders of the Company.

### **DISCLOSEABLE TRANSACTION**

Given that the consideration ratio is more than 5%, the Application constitutes a discloseable transaction for the Company under the Listing Rules. The Company will send a circular containing further details on the Application to its shareholders as soon as practicable after this announcement.

As at the date of this announcement, the Board comprises (i) three executive directors, namely Dr Cheng Kar-Shun, Henry, Mr Wong Chi-Chiu, Albert and Dr Wai Fung-Man, Norman; (ii) four non-executive directors, namely Mr Wilfried Ernst Kaffenberger (alternate director to Mr Wilfried Ernst Kaffenberger: Mr Yeung Kun-Wah, David), Mr Fu Sze-Shing, Mr Lee Sean, Sammy and Mr Lai Hing-Chiu, Dominic; and (iii) three independent non-executive directors, namely Dr Lam Man-Kit, Dominic, The Honourable Shek Lai-Him, Abraham and Mr Kong Chi-How, Johnson.

## DEFINITIONS

In this announcement, the following expressions shall, unless the context requires otherwise, have the following meanings:

“Application”	the application for stock purchase dated 24 March 2005 between eBANK and Wealthy Technologies
“Board”	the board of directors of the Company
“Company”	New World TMT Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Stock Exchange
“eBANK”	eBANK Corporation, a company incorporated in Japan with banking license
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“JPY”	Japanese Yen, the lawful currency of Japan
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Shares”	ordinary shares in the share capital of eBANK
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Wealthy Technologies”	Wealthy Technologies Limited, a company incorporated in the British Virgin Islands with limited liability and an indirect wholly owned subsidiary of the Company

*For the purposes of this announcement and for illustration purpose only, amounts denominated in JPY have been translated into HK\$ using the prevailing rate at the relevant time.*

*No representation is made that any amount in JPY or HK\$ could have been or could be converted at the above rate or at any other rates at all.*

By Order of the Board  
**Wong Chi-Chiu, Albert**  
Chief Executive Officer

Hong Kong, 24 March 2005

\* *For identification purposes only*

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