
IMPORTANT

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



TECHWAYSON HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

Proposed Listing on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited

PLACING

| | | |
|--------------------------|---|----------------------------------------------------------|
| Number of Placing Shares | : | 70,000,000 (subject to the Over-allotment Option) |
| Offer Price | : | Not more than HK\$0.92 per Share |
| Nominal Value | : | \$0.10 each |
| Stock Code | : | 8098 |

Sponsor



China Everbright Capital Limited

Lead Manager and Bookrunner

JS CRESVALE

Co-Managers

Celestial Capital Limited

Kim Eng Securities (Hong Kong) Limited

Tai Fook Securities Company Limited

DBS Asia Capital Limited

MasterLink Securities (H.K.) Corp. Ltd.

Worldsec Corporate Finance Limited

The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited 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.

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

The Offer Price is expected to be fixed by agreement between JS Cresvale, on behalf of the Underwriters, and the Company on or before 1 February 2001. The Offer Price will not be more than HK\$0.92 per Placing Share and is expected to be not less than HK\$0.62 per Placing Share although JS Cresvale, on behalf of the Underwriters, and the Company may agree to a lower price. JS Cresvale, on behalf of the Underwriters, and the Company may reduce the Offer Price to an amount which is below the indicative Offer Price range stated in this prospectus (which is HK\$0.62 to HK\$0.92 per Placing Share) at any time prior to 1 February 2001. Notice of the final amount of the Offer Price will be published on the GEM web-site not later than 2 February 2001. If JS Cresvale, on behalf of the Underwriters, and the Company are unable to reach agreement on the Offer Price, the Placing will not proceed.

31 January 2001