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## **KANHAN TECHNOLOGIES GROUP LIMITED**

**看漢科技集團有限公司**

*(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**

<b>Number of Placing Shares</b>	<b>:</b>	<b>120,000,000 Shares comprising 60,000,000 New Shares and 60,000,000 Sale Shares (subject to Over-allotment Option)</b>
<b>Issue Price</b>	<b>:</b>	<b>not more than HK\$0.45 per Share and not less than HK\$0.33 per Share</b>
<b>Nominal value</b>	<b>:</b>	<b>HK\$0.01 each</b>
<b>Stock code</b>	<b>:</b>	<b>8175</b>

**Sponsor**



**South China Capital Limited**

**Lead Manager**



**South China Securities Limited**

**Co-lead Managers**

**KGI Capital Asia Limited**

**Whole Win Securities Limited**

**First Shanghai Capital Ltd.  
First Asia Finance Group Limited  
Sinomax Securities Limited**

**Co-managers**

**Toyo Securities Asia Ltd.  
OpenOffering Capital Limited  
Horwath Capital Asia Limited**

Unless otherwise defined herein, the terms used in this announcement have the same meanings as defined in the prospectus dated 13 February, 2003 (the “Prospectus”) of KanHan Technologies Group Limited (the “Company”).

Copies of the Prospectus required by Rules Governing the Listing of Securities on the Growth Enterprise Market (the “GEM”) of the Stock Exchange (“the GEM Listing Rules”) and the Companies Ordinance are available, for information purpose only, from South China Capital Limited at 28th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong after 4:00 p.m. on 13 February, 2003 and thereafter during normal office hours from 9:00 a.m. to 5:30 p.m. up to and including 13 March, 2003.

Applications for the Shares will only be considered on the basis of the terms and conditions of the Prospectus. The Placing is conditional upon the fulfillment of the conditions as set forth in the paragraph headed “Conditions of the Placing” in the section headed “Structure and conditions of the Placing” in the Prospectus on page 146. If such conditions as referred to therein are not fulfilled on or before the 30th day from the date of the Prospectus, all application monies will be returned without interest. In such case, an announcement will be made on the GEM website.

Application has been made to the Stock Exchange for the listing of, and permission to deal in the Shares in issue and to be issued as described in the Prospectus including any of the additional Shares which may be issued pursuant to the exercise of the Over-allotment Option and the options which have been granted under the Pre-IPO Share Option Scheme and that may be granted under the Share Option Scheme. Dealings in the Shares on GEM are expected to commence on 25 February, 2003.

Pursuant to the Underwriting Agreement, the Company is offering the New Shares for subscription and the Vendors are offering the Sale Shares for sale by way of Placing subject to the terms and conditions set out in the Prospectus. In addition, the Company has granted the Over-allotment Option to the Underwriters, exercisable by the Lead Manager at any time and from time to time within 30 days from the date of Prospectus, to require the Company to allot and issue up to an aggregate of 12,000,000 additional Shares, representing 10% of the Shares initially being offered in the Placing at the Issue Price, on the same terms as those applicable to the Placing. An announcement will be made on the GEM website if the Over-allotment Option is exercised.

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 the Central Clearing and Settlement System (“CCASS”) with effect from Listing Date or any 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 business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time.

The level of indications of interest in the Placing and the basis of allocations of the Placing is expected to be published on the GEM website at [www.hkgem.com](http://www.hkgem.com) on or about 21 February, 2003.

By order of the board  
**KanHan Technologies Group Limited**  
**Mo Wai Ming, Lawrence**  
*Chief Executive Officer*

Hong Kong, 13 February, 2003

*This announcement and a copy of the Prospectus will appear on the GEM website at [www.hkgem.com](http://www.hkgem.com) from the date of its posting.*