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FinTronics

銀創控股

FINTRONICS HOLDINGS COMPANY LIMITED

銀創控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock code: 706)

**SUPPLEMENTAL AGREEMENT AND REVISED TIMETABLE OF
PROPOSED RIGHTS ISSUE OF
NOT LESS THAN 528,644,000 RIGHTS SHARES
OF HK\$0.10 EACH AT HK\$0.10 PER RIGHTS SHARE
PAYABLE IN FULL ON ACCEPTANCE
(IN THE PROPORTION OF ONE RIGHTS SHARE
FOR EVERY ONE EXISTING SHARE HELD ON THE RECORD DATE) AND
APPLICATION OF WHITEWASH WAIVER
AND
DESPATCH OF CIRCULAR**

As announced by the Company's announcement dated 27 January 2006, the date of despatch of the Circular is postponed from 3 February 2006 to 17 February 2006 with the consent of the Executive. As a result of the delay in the despatch of the Circular, the Company and the Underwriter entered into the Supplemental Agreement on 15 February 2006 to vary certain dates referred to in the Underwriting Agreement.

The revised timetable of the proposed Rights Issue is also set out below.

The Board is also pleased to announce that the circular in connection with the Rights Issue, together with the notice of the SGM, will be despatched to the Shareholders on 17 February 2006.

Reference is made to the announcement dated 11 January 2006 (the "Announcement") issued by FinTronics Holdings Company Limited (the "Company") and the announcement dated 27 January 2006 issued by the Company. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

SUPPLEMENTAL AGREEMENT

As announced by the Company's announcement dated 27 January 2006, the date of despatch of the circular (the "Circular") containing, among other things, details of the Rights Issue and the Whitewash Waiver, the recommendation of the independent board committee and the letter from Tai Fook Capital Limited to the independent board committee and Independent Shareholders together with a notice convening the SGM is postponed from 3 February 2006 to 17 February 2006 with the consent of the Executive. As a result of the delay in the despatch of the Circular, the Company and the Underwriter entered into the Supplemental Agreement on 15 February 2006 to vary certain dates referred to in the Underwriting Agreement. Save for the changes of the various dates referred therein, other terms of the Underwriting Agreement remained unchanged.

REVISED EXPECTED TIMETABLE IN RELATION TO THE RIGHTS ISSUE

Set out below is the revised timetable for the Rights Issue. It has been prepared on the assumption that the Rights Issue will be approved by the Independent Shareholders at the SGM. The expected timetable is subject to change, and any changes will be announced in a separate announcement by the Company as and when appropriate.

2006

Despatch of the Circular with notice of SGM	Friday, 17 February
Last day of dealings in Shares on a cum-rights basis	Monday, 27 February
First day of dealings in Shares on an ex-rights basis	Tuesday, 28 February
Latest time for lodging transfer of Shares in order to qualify for the Rights Issue	4:00 p.m., Wednesday, 1 March
Register of members of the Company closed (both days inclusive)	Thursday, 2 March to Monday, 6 March
Latest time for lodging form of proxy for the SGM	9:30 a.m., Saturday, 4 March
Date and time of SGM	9:30 a.m., Monday, 6 March
Record Date	Monday, 6 March
Despatch of Rights Issue Documents	Tuesday, 7 March
Announcement of results of SGM	Tuesday, 7 March
Register of members re-opens	Tuesday, 7 March
First day of dealings in nil-paid Rights Shares	Thursday, 9 March
Latest time for splitting of nil-paid Rights Shares	4:00 p.m., Monday, 13 March
Last day of dealings in nil-paid Rights Shares	Thursday, 16 March

Latest time for acceptance of, and payment of the Rights Issue and application for excess Rights Issue	4:00 p.m., Tuesday, 21 March
Latest time for the Rights Shares to become unconditional	4:00 p.m., Thursday, 23 March
Announcement of results of acceptance of and excess applications for the Rights Issue appears on newspapers	Monday, 27 March
Despatch of refund cheques in respect of unsuccessful or partially unsuccessful excess applications for excess Rights Shares on or before	Monday, 27 March
Despatch of certificates for fully-paid Rights Shares on or before	Monday, 27 March
Commencement of dealings in fully-paid Rights Shares	Wednesday, 29 March

CLOSURE OF REGISTER OF MEMBERS

The Shareholders and the public should note that as a result of the changes in the timetable, the register of members of the Company will now be closed from Thursday, 2 March 2006 to Monday, 6 March 2006 (instead of Wednesday, 15 February 2006 to Monday, 20 February 2006 as stated in the Announcement). No transfer of Shares will be registered during such period.

DESPATCH OF CIRCULAR

It is expected that the circular in connection with the Rights Issue and the Whitewash Waiver, together with the notice of the SGM, will be despatched to the Shareholders on 17 February 2006.

As at the date of this announcement, the Directors are as follows:

<i>Executive Directors</i>	Sze Wai, Marco, Chu Chi Shing, Song Jing Sheng and Gu Peijian
<i>Independent non-executive Directors</i>	Wong Po Yan, Mao Zhenhua and Chong Yiu Kan, Sherman

By order of the board of directors of
FinTronics Holdings Company Limited
Sze Wai, Marco
Chairman

Hong Kong, 15 February 2006

* *for identification purposes only*

The sole director of the Underwriter, Mr Sze Wai, Marco, accepts full responsibility for the accuracy of the information contained in this announcement (other than those in relation to the Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement (other than those in relation to the Group) the omission of which would make any statement in this announcement misleading.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to the Underwriter) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement (other than those in relation to the Underwriter) the omission of which would make any statements in this announcement misleading.

“Please also refer to the published version of this announcement in China Daily.”