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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)

RESULTS OF THE SPECIAL GENERAL MEETING AND DESPATCH OF RIGHTS ISSUE DOCUMENTS

The ordinary resolutions approving the Rights Issue and the Whitewash Waiver were duly passed by poll at the SGM held on 6 March 2006.

Printed copies of the Prospectus, together with the Provisional Allotment Letter and Excess Application Form, will be despatched on 7 March 2006 to the Qualifying Shareholders. As at the Record Date, the Company did not have any Overseas Shareholders.

Reference is made to the announcement dated 11 January 2006 issued by FinTronics Holdings Company Limited (“**Company**”) and the circular dated 17 February 2006 (“**Circular**”) in relation to the Underwriting Agreement, the Rights Issue and the Whitewash Waiver. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified herein.

RESULTS OF THE SGM

The SGM was held on 6 March 2006 to consider the ordinary resolutions (“**Resolutions**”) approving the Rights Issue and the Whitewash Waiver.

As at the date of the SGM, there were a total of 528,644,000 Shares in issue. The Rights Issue and the Whitewash Waiver were subject to the approval by the Independent Shareholders at the SGM, the voting of which was taken on a poll. The Underwriter, Mr. Sze Wai, Marco and parties acting in concert with any of them, Mr. Chu Chi Shing, Mr. Song Jing Sheng and Mr. Gu Peijian and their respective associates (together, the “**Interested Shareholders**”) which, in aggregate, hold 151,874,953 Shares, representing approximately 28.73% of the issued share capital of the Company as at the date of the SGM, had abstained from voting on the Resolutions at the SGM. A total of 376,769,047 Shares were held by Shareholders other than members of the Interested Shareholders, being the Independent Shareholders who were entitled to attend and vote for or against the Resolutions at the SGM.

The Board is pleased to announce that each of the Resolutions set out in the notice of the SGM contained in the Circular was duly passed by the Independent Shareholders by poll as an ordinary resolution at the SGM held today. Shareholders holding 180,317,047 Shares attended and voted in person or by proxy at the SGM. The poll results for the Resolutions, details of which are set out in the notice of the SGM dated 17 February 2006, were as follows:

Resolutions	For	Percentage of the voting shares (note)	Against	Percentage of the voting shares (note)
1. To approve the Rights Issue	164,318,000 Shares	91.13%	15,999,047 Shares	8.87%
2. To approve the Whitewash Waiver	164,318,000 Shares	91.13%	15,999,047 Shares	8.87%

Note: The number of votes and percentage are based on the total number of Shares held by the Independent Shareholders who voted at the SGM in person or by corporate representative or proxy.

Tengis Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking at the SGM.

DESPATCH OF RIGHTS ISSUE DOCUMENTS

Following the approval of the Rights Issue and the Whitewash Waiver at the SGM, the Rights Issue Documents have been registered by the Registrar of Companies in Hong Kong on 6 March 2006. Printed copies of the Prospectus, together with the Provisional Allotment Letter and the Excess Application Form, are expected to be despatched on 7 March 2006 to the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date of 6 March 2006.

As at the Record Date, the Company did not have any Overseas Shareholders.

Qualifying Shareholders are reminded that the Latest Time for Acceptance is 4:00 p.m. on Tuesday, 21 March 2006. Details of the procedures for acceptance and payment and the expected timetable for the Rights Issue are set out in the Rights Issue Documents.

It should be noted that the Rights Issue is conditional on, among other things, the Underwriting Agreement not being terminated or rescinded by the Underwriter in accordance with the terms of the Underwriting Agreement. Details of the circumstances under which the Underwriter may terminate or rescind the Underwriting Agreement are set out in the Prospectus. Any Shareholder or other person contemplating selling or purchasing Shares and/or the nil-paid Rights Shares up to the date when the conditions of the Rights Issue are fulfilled (which is expected to be 4:00 p.m. on 23 March 2006) will accordingly bear the risk that the Rights Issue may not become unconditional and may not proceed.

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

Executive Directors Sze Wai, Marco, Chu Chi Shing, Song Jing Sheng and Gu Peijian

Independent non-executive Directors 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, 6 March 2006

* for identification purposes only

The sole director of the Underwriter 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.”