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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 RIGHTS ISSUE OF 528,644,000 RIGHTS SHARES OF HK\$0.10 EACH AT HK\$0.10 PER RIGHTS SHARE

The Rights Issue became unconditional at 4:00 p.m. on Thursday, 23 March 2006.

422 valid acceptances of provisional allotment of Rights Shares have been received for a total of 490,030,638 Rights Shares and 1,595 valid applications for excess Rights Shares have been received for a total of 425,652,677 Rights Shares, resulting in a total of valid applications of 915,683,315 Rights Shares. Accordingly, the Rights Issue was approximately 73.21% over-subscribed. As a result of the over-subscription of the Rights Shares, the Underwriter's obligations under the Underwriting Agreement have been discharged.

Certificates for the Rights Shares (in their fully-paid form) are expected to be despatched to those persons who have accepted provisional allotments, or applied for (where appropriate) and paid for Rights Shares by ordinary post on or before Monday, 27 March 2006 at their own risk. Dealings in the Rights Shares (in their fully-paid form) are expected to commence at 9:30 a.m. on Wednesday, 29 March 2006. Refund cheques in respect of partially unsuccessful applications for excess Rights Shares are expected to be posted by ordinary post to the relevant unsuccessful applicants therefore on or before Monday, 27 March 2006.

Reference is made to the prospectus of the Company dated 7 March 2006 ("Prospectus"). Terms used herein shall have the same meanings as defined in the Prospectus unless the context otherwise requires.

RESULTS OF THE RIGHTS ISSUE

The Directors are pleased to announce that all the conditions of the Underwriting Agreement have been fulfilled and the Underwriting Agreement has not been terminated in accordance with its terms. The Rights Issue became unconditional at 4:00 p.m. on Thursday, 23 March 2006.

422 valid acceptances of provisional allotment of Rights Shares have been received for a total of 490,030,638 Rights Shares and 1,595 valid applications for excess Rights Shares have been received for a total of 425,652,677 Rights Shares, resulting in a total of valid applications of 915,683,315 Rights Shares. Accordingly, the Rights Issue was approximately 73.21% over-subscribed. Such acceptances and applications include (i) 357,595,685 Rights Shares accepted and paid for and 425,652,677 excess Rights Shares applied for by the Qualifying Shareholders (other than the Underwriter); and (ii) 132,434,953 Rights Shares accepted and paid for by the Underwriter.

The Rights Shares accepted and paid for by the Underwriter represent the number of Rights Shares which the Underwriter had undertaken to accept in the Rights Issue in accordance with the Underwriting Agreement.

As a result of the over-subscription of the Rights Shares, the Underwriter's obligations under the Underwriting Agreement have been discharged.

EXCESS APPLICATIONS

Regarding 425,652,677 Rights Shares applied for by way of excess application, the Directors have resolved to allot, from among the Rights Shares allotted provisionally but not accepted by Qualifying Shareholders, to the applicants such number of Rights Shares in the following manner:

Number of excess Rights Shares applied for	Number of valid applications	Total number of Rights Shares allotted	Approximate percentage of allocation based on the total number of excess Rights Shares applied for in this category	Basis of allotment
1 to 29,999	1,471	14,640,545	73.83%	Odd lot excess Rights Shares applied for in full
30,000 to 1,199,999	72	2,869,497	10.51%	Odd lot excess Rights Shares applied for in full plus 8% of the remaining excess Rights Shares applied for (round up to the nearest board lot)
1,200,000 to 3,999,999	29	4,508,173	7.36%	Odd lot excess Rights Shares applied for in full plus 7% of the remaining excess Rights Shares applied for (round up to the nearest board lot)
4,000,000 to 12,999,999	16	7,193,462	6.08%	Odd lot excess Rights Shares applied for in full plus 6% of the remaining excess Rights Shares applied for (round up to the nearest board lot)
13,000,000 to 25,999,999	5	4,412,000	5.01%	Odd lot excess Rights Shares applied for in full plus 5% of the remaining excess Rights Shares applied for (round up to the nearest board lot)
32,800,000	1	1,550,000	4.73%	Approximately 4.73% of the excess Rights Shares applied for
78,159,000	1	3,439,685	4.40%	Approximately 4.40% of the excess Rights Shares applied for
Total	1,595	38,613,362		

The Directors consider that the allocation of the excess Rights Shares is on a fair and equitable basis.

SHAREHOLDING STRUCTURE OF THE COMPANY

The Underwriter has taken up its provisional allotment of 132,434,953 Rights Shares, representing approximately 25.05% of the Rights Shares under the Rights Issue. The percentage of shareholding of the Underwriter in the Company remains to be 25.05% after the completion of the Rights Issue.

The following table sets out the shareholding of the Company immediately before and after the completion of the Rights Issue:

	Immediately before the completion of the Rights Issue		Immediately after the completion of the Rights Issue	
	Number of Shares	%	Number of Shares	%
The Underwriter, its associates and parties acting in concert with it	132,434,953	25.05	264,869,906	25.05
Other Directors				
Gu Peijian	540,000	0.10	540,000	0.05
Song Jing Sheng	18,900,000	3.58	37,800,000	3.58
Other public Shareholders	376,769,047	71.27	754,078,094	71.32
Total	528,644,000	100.00	1,057,288,000	100.00

Adjustments may be made to the exercise price and number of Shares falling to be issued upon full exercise of the Outstanding Options and Outstanding Warrants as a result of the issue of the Rights Shares. Further announcement will be made by the Company in accordance with the Listing Rules.

* for identification purposes only

DESPATCH OF CERTIFICATES FOR RIGHTS SHARES AND COMMENCEMENT OF DEALINGS OF RIGHTS SHARES IN FULLY-PAID FORM
Certificates for the Rights Shares (in their fully-paid form) are expected to be despatched to those persons who have accepted provisional allotments, or applied for (where appropriate) and paid for Rights Shares by ordinary post on or before Monday, 27 March 2006 at their own risk. Dealings in the Rights Shares (in their fully-paid form) are expected to commence at 9:30 a.m. on Wednesday, 29 March 2006. Refund cheques in respect of partially unsuccessful applications for excess Rights Shares are expected to be posted by ordinary post to the relevant unsuccessful applicants therefore on or before Monday, 27 March 2006.

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, 24 March 2006

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 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 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.”