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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)

**COMPLETION OF ISSUE AND PLACING OF UP TO HK\$75,712,200  
ZERO-COUPON CONVERTIBLE BONDS (WITH UNLISTED WARRANTS)  
DUE 2012 UNDER GENERAL MANDATE**

The Board is pleased to announce that all conditions precedent to completion of the Placing Agreement have been fulfilled and the issue and placing of the Convertible Bonds (with Warrants) has been completed on 27 April 2010.

Reference is made to the announcement dated 24 June 2009 (the “**Announcement**”) of the Company in relation to the issue and placing of the Convertible Bonds (with Warrants). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

**COMPLETION OF ISSUE AND PLACING OF THE CONVERTIBLE BONDS (WITH WARRANTS)**

The Board is pleased to announce that all the conditions precedent to completion of the Placing Agreement have been fulfilled and the Placing Agreement was completed on 27 April 2010 with (i) the Convertible Bonds in the principal amount of HK\$75,712,200 (being the maximum amount procured for subscription by the Placing Agent under the Placing Agreement) being issued and successfully placed to not less than 6 Placees and (ii) the Warrants to subscribe for Shares of up to HK\$22,095,000 being issued to the Placees pursuant to the Placing Agreement. The Directors confirm that all the Placees and their ultimate beneficial owners are independent of and not connected with the Company, its connected persons and each other.

Each of the Conversion Price of HK\$0.257 per Conversion Share and the Subscription Price of HK\$0.30 per Warrant Share was arrived at after arm’s length negotiations between the Company and the Placing Agent. The Conversion Price was determined with reference to the market price of the Shares and market conditions at the time of the signing of the Placing Agreement in June 2009.

Upon full conversion of the Conversion Rights attaching to the Convertible Bonds at the Conversion Price, a total of 294,600,000 Conversion Shares will be issued, representing approximately 15.98% of the existing issued share capital of the Company as at the date of this announcement, approximately 13.78% of the Company's issued share capital as enlarged by the allotment and issue of the Conversion Shares and approximately 13.32% of the Company's issued share capital as enlarged by the allotment and issue of such Conversion Shares and the allotment and issue of the Warrant Shares (assuming the Subscription Rights are exercised in full at the initial Subscription Price).

Upon exercise in full of Subscription Rights attaching to the Warrants at the Subscription Price, a total of 73,650,000 Warrant Shares will be issued, representing approximately 4.00% of the existing issued share capital of the Company as at the date of this announcement, approximately 3.84% of the Company's issued share capital as enlarged by the allotment and issue of such Warrant Shares and approximately 3.33% of the Company's issued share capital as enlarged by the allotment and issue of such Warrant Shares and the allotment and issue of the Conversion Shares (assuming the Conversion Rights are exercised in full at the initial Conversion Price).

By order of the Board of  
**FinTronics Holdings Company Limited**  
**Chan Ying Kay**  
*Company Secretary*

Hong Kong, 27 April 2010

*As at the date of this announcement, the Board comprises Mr Sze Wai, Marco (Chairman), Mr Song Jing Sheng and Mr Tan Shu Jiang as executive Directors and Mr Wong Po Yan, Mr Mao Zhenhua and Mr Chong Yiu Kan, Sherman as independent non-executive Directors.*

\* *For identification purposes only*