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LONG SUCCESS INTERNATIONAL (HOLDINGS) LIMITED
百齡國際（控股）有限公司*

(incorporated in Bermuda with limited liability)
(Stock Code: 8017)

CAPITAL REORGANISATION, BONUS WARRANT ISSUE, OPEN OFFER AND BONUS SHARE ISSUE, DISCLOSEABLE TRANSACTION, REFRESHMENT OF EXISTING MANDATES

AND

RESUMPTION OF TRADING

The Directors propose (i) the Capital Reorganisation; (ii) the Bonus Warrant Issue; (iii) the Open Offer and Bonus Share Issue; (iv) the Subscription; and (v) the Refreshment of Existing Mandates.

CAPITAL REORGANISATION

Upon the Capital Reorganisation becoming effective, (i) the nominal value of each issued Existing Share will be reduced from HK$0.10 to HK$0.01 and (ii) each unissued Existing Share of HK$0.10 in the authorised share capital of the Company will be subdivided into 10 Adjusted Shares of HK$0.01 each. On the basis of the existing issued share capital of the Company and assuming no further issue of new Existing Shares from the date of this announcement up to the date on which the Capital Reorganisation becoming effective, upon the Capital Reorganisation becoming effective, the authorised share capital of the Company will comprise of HK$100 million divided into 10,000 million Adjusted Shares of HK$0.01 each, of which 909,090,000 Adjusted Shares will be in issue. Details of the Capital Reorganisation are set out in the section headed "Capital Reorganisation" below. The Capital Reorganisation is conditional upon, among others, the approval by the Shareholders at the SGM.

BONUS WARRANT ISSUE

The Directors also proposes a conditional Bonus Warrant Issue to the Shareholders whose names appear on the register of members of the Company on the Record Date on the basis of two (2) Warrants for every ten (10) Existing Shares held on the Record Date. Each Warrant will entitle the holder thereof to subscribe in cash for one Adjusted Share at an initial exercise price of HK$0.055, subject to adjustment, at any time during the period which is expected to commence on the date of the issue of the Warrants and end on the date of anniversary thereof (both dates inclusive). The Bonus Warrant Issue is conditional upon, among others, the approval by the Shareholders at the SGM for granting the Specific Mandate to the Directors and the Capital Reorganisation becoming effective.

OPEN OFFER AND BONUS SHARE ISSUE

The Directors further proposes to raise approximately HK$99,999,900 before expenses by way of an open offer of 909,090,000 Offer Shares at a price of HK$0.11 per Offer Share on the basis of one Offer Share for every Existing Share held on the Record Date. In conjunction with the issue of the Offer Shares, the registered holders of fully-paid Offer Shares will be issued one Bonus Share for every Offer Share successfully subscribed by the Qualifying Shareholders.

The net proceeds of approximately HK$96 million raised from the Open Offer are expected to be applied for (i) HK$49.5 million for potential investments in future business opportunities which include the Subscription; (ii) HK$15 million for purchase of properties to be used as the Group's office and staff quarter; (iii) HK$15 million for settlement of borrowings and payables of the Group; and (iv) the remaining balance of approximately HK$16.5 million for general working capital of the Group. As at the date of this announcement, the Directors have been studying various business opportunities but have not committed to any of them except the Subscription.

DISCLOSEABLE TRANSACTION

On 29 October 2007, Cherry Oasis (Far East) Limited, a wholly owned subsidiary of the Company, has entered into an agreement with two independent third parties of which the Company agreed to subscribe for 90% interest in the Joint Venture at a consideration of HK$49,500,000. The Subscription consititutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules.

REFRESHMENT OF EXISTING MANDATES

At the AGM, the Directors were granted the Existing Mandates. Subsequent to the AGM and following the completion of the Rights Issue in August 2007, the issued share capital of the Company has been substantially increased threefold from 303,030,000 Existing Shares to 909,090,000 Existing Shares. Since the AGM, no part of the Existing Mandates has been utilized and the Existing Mandates have not been refreshed. Ordinary resolutions will be proposed at the SGM to the Shareholders to consider and approve the Refreshment of Existing Mandates. As the proposed refreshments are made immediately after the Rights Issue and that the amount in percentage terms of the unutilized part of the Existing Mandates upon refreshment is the same as the unused part of the Existing Mandates immediately before the Rights Issue, being 100%, the Company is only required to comply with Rule 17.41A(4) of the GEM Listing Rules and obtain approvals from the Shareholders. Therefore, the proposed refreshment to the Existing Mandates is conditional upon approval from the Shareholders.

A circular containing further details of the (i) Capital Reorganisation, (ii) Bonus Warrant Issue; (iii) Open Offer and Bonus Share Issue; (iv) the Subscription; (v) Refreshment of Existing Mandates; and (vi) a notice of the SGM, will be sent to the Shareholders as soon as practicable in accordance with the GEM Listing Rules.

RESUMPTION OF TRADING

At the request of the Company, trading in the Existing Shares was suspended with effect from 9:30 a.m. on 24 October 2007 pending the release of this announcement. Application has been made by the Company to the Stock Exchange for resumption of trading in the Existing Shares with effect from 9:30 a.m. on 7 November 2007.

I. CAPITAL REORGANISATION

1. Capital Reduction

The Capital Reduction involves the reduction of the nominal value of each of the issued Existing Shares from HK$0.10 to HK$0.01 by canceling the paid-up capital to the extent of HK$0.09 per issued Existing Share and the credit arising therefrom will be transferred to the contributed surplus account of the Company and the Directors will be authorised to, upon such transfer, apply such credit to set off against the accumulated losses of the Company.

2. Subdivision of unissued Authorised Share Capital

Upon the Capital Reduction becoming effective, each authorised but unissued Existing Share in the capital of the Company will be subdivided into 10 Adjusted Shares of HK$0.01 each.

3. Effects of the Capital Reorganisation

As at the date of this announcement, the authorised share capital of the Company amounts to HK$100 million comprising 1,000 million Existing Shares, of which 909,090,000 Existing Shares have been allotted and issued as fully paid or credited as fully paid. Upon the Capital Reorganisation becoming effective and on the basis that the Company does not allot and issue any further Existing Shares prior thereto, the authorised share capital of the Company will comprise of HK$100 million divided into 10,000 million Adjusted Shares of HK$0.01 each of which 909,090,000 Adjusted Shares will be in issue. Pursuant to the Capital Reduction, the issued share capital of the Company will be reduced by HK$81,818,100 to HK$9,090,900. The Adjusted Shares will rank pari passu in all respects with each other. The Adjusted Shares will be traded in the existing board lot size of 4,000 shares. The following table shows the effects on the share capital of the Company under the Capital Reorganisation:

	As at the date of this announcement	**Immediately after the Capital Reorganisation becoming effective**
Authorised Share Capital	HK$100,000,000	HK$100,000,000
Issued Share Capital		
No. of issued shares	909,090,000 Existing Shares of HK$0.1 each	909,090,000 Adjusted Shares of HK$0.01 each
Amount of issued Share capital	HK$90,909,000	HK$9,090,900
Unissued Share Capital		
No. of unissued Shares	90,910,000 Existing Shares of HK$0.1 each	9,090,910,000 Adjusted Shares of HK$0.01 each
Amount of unissued share capital	HK$9,091,000	HK$90,909,100

On the basis of 909,090,000 Existing Shares in issue, a credit of approximately HK$81,818,100 will arise from the Capital Reduction. Such amount will be transferred to the contributed surplus account of the Company upon implementation of the Capital Reorganisation. Part of the contributed surplus of the Company will be applied to set off against the accumulated losses of the Company, which amounted to approximately HK$37,715,000 as at 31 March 2007. Based on the above, all accumulated losses of the Company will be set off in full following completion of the Capital Reorganisation.

Other than the expenses to be incurred in relation to the Capital Reorganisation, the implementation thereof will not alter the underlying assets, business operations, management or financial position of the Company or the interests or rights of the Shareholders.

4. Application for listing and share certificates

An application will be made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Adjusted Shares in issue and to be issued upon the Capital Reorganisation taking effect.

All share certificates for the Existing Shares will continue to be accepted as valid documents of title in respect of the same number of Adjusted Shares for trading, settlement and registration purposes after the Capital Reorganisation becoming unconditional and effective. Accordingly, there will not be any arrangement for free exchange of existing share certificates of the Existing Shares for new share certificates for the Adjusted

Shares. Shareholders who wish to exchange the share certificates will be charged at their own expenses and further details of the arrangement regarding exchange of share certificates will be included in the circular to be despatched to the Shareholders.

5. Conditions of the Capital Reorganisation

The Capital Reorganisation is conditional on:

(i) the passing by the Shareholders of a special resolution to approve the Capital Reorganisation at the SGM;

(ii) compliance with the relevant legal procedures and requirements under Bermuda law to effect the Capital Reorganisation; and

(iii) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Adjusted Shares in issue and to be issued.

Subject to the fulfillment of the conditions of the Capital Reorganisation, the effective date of the Capital Reorganisation is expected to be on or about 7 January 2008, being the next business day following the date of the SGM.

6. Reasons for the Capital Reorganisation

The Company had an audited accumulated losses of approximately HK$37,715,000 as at 31 March 2007. Upon completion of the Capital Reorganisation, a credit of aggregate of approximately HK$81,818,000 will be transferred to the contributed surplus account of the Company, in accordance with the bye-laws of the Company and all applicable laws, to set off against the accumulated losses of the Company.

The Directors believe that the implementation of the Capital Reorganisation will (i) better reflect the performance of the Group's current gaming and entertainment business in Macau and therefore provide a clearer picture thereof to the Shareholders and potential investors; and (ii) allow the Company to pay dividends in the future.

Accordingly, the Directors are of the view that the proposed Capital Reorganisation is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

II. THE BONUS WARRANT ISSUE

The Directors propose, subject to the satisfaction of the conditions below, to make the Bonus Warrant Issue to its Shareholders whose names appear on the register of members of the Company on the Record Date on the basis of two (2) Warrants for every ten (10) Existing Shares held.

1. Exercise Price and Subscription Period

The Warrants will be issued in registered form and each Warrant will entitle the holder thereto to subscribe in cash for one Adjusted Share at an initial exercise price of HK$0.055, subject to adjustment, at any time during the period which is expected to commence on date of the issue of the Warrants and end on the date of anniversary thereof (both dates inclusive).

The initial exercise price of HK$0.055 represents

(i) a discount of approximately 82.0% to the closing price of HK$0.305 per Share as quoted on the Stock Exchange on the Last Trading Day;

(ii) a discount of approximately 81.2% to the average closing price of approximately HK$0.292 per Share as quoted on the Stock Exchange for the five trading days ended on the Last Trading Day; and

(iii) a discount of approximately 81.7% to the average closing price of approximately HK$0.300 per Share as quoted on the Stock Exchange for the ten trading days ended on the Last Trading Day;

(iv) a discount of approximately 60.1% to the theoretical ex-entitlement price of the Open Offer and Bonus Shares Issue of approximately HK$0.138 based on the closing price of HK$0.305 per Share as quoted on the Stock Exchange on the Last Trading Day without considering the effect of any exercise of the Warrants; and

(v) a discount of approximately 58.6% to the theoretical ex-entitlement price of the Open Offer and Bonus Shares Issue of approximately HK$0.133 based on the closing price of HK$0.305 per Share as quoted on the Stock Exchange on the Last Trading Day assuming the Warrants are exercised at the date of issue.

The initial exercise price was set at a discount to all the reference prices described above with a view to benefit the existing Shareholders without utilizing the Company's own cash flow. As the Warrants will be issued on a pro-rata basis to the Shareholders on the Record Date and the Bonus Warrant Issue is not conditional on the Open Offer and the Bonus Share Issue, all the existing Shareholders will be treated equally under the Bonus Warrant Issue. The existing Shareholders will get the Warrants but have to accept an immediate deterioration in value of each Share when the Warrants are exercised.

2. Shares to be issued upon Exercise of the Warrants

On the basis of 909,090,000 Existing Shares in issue as at the date of this announcement, and assuming no further Existing Shares will be issued or repurchased by the Company on or before the Record Date, 181,818,000 Warrants would be issued pursuant to the Bonus Warrant Issue. Full exercise of the subscription rights attaching to the 181,818,000 Warrants at the initial exercise price of HK$0.055 per Adjusted Share would result in the issue of a total of 181,818,000 new Adjusted Shares, representing approximately 20% of the issued ordinary share capital of the Company as at the date of this announcement and approximately 16.67% of the issued ordinary share capital of the Company as at the date of this announcement as enlarged by the issue of such new Adjusted Shares, and the receipt by the Company of subscription moneys totalling approximately HK$9,999,990.

As at the date of this announcement, the Company does not have any equity securities which remain to be issued on exercise of any other subscription rights as described in Rule 21.02(1) of the GEM Listing Rules. Therefore, if the Warrants are immediately exercised, such exercise will not exceed 20% of the issued equity capital of the Company at the time such Warrants are issued.

3. Fractional Entitlements

Fractional entitlements to the Warrants (if any) will not be issued to the Shareholders but will be aggregated and sold for the benefit of the Company. The net proceeds of sale will be retained for the benefit of the Company.

4. Overseas Shareholders

In determining whether it would be necessary or expedient to exclude an overseas Shareholder who is registered as a member of the Company on the Record Date, the Directors will make enquiry pursuant to Rule 17.41(1) of the GEM Listing Rules with legal advisers of the place in which such Overseas Shareholder is residing on the legal restrictions under the laws of the relevant place and the requirements of the relevant regulatory body or stock exchange of the relevant place. If the Directors are of the view that, after such enquiry, the exclusion of such Overseas Shareholder is necessary or expedient on account either of the legal restrictions under the laws of the relevant place or the requirements of the relevant regulatory body or stock exchange in that place, the Warrants will not be granted to such Overseas Shareholder(s).

The Company will make such appropriate disclosures as soon as practicable. In view of the above, Warrants which would otherwise be issued to such Overseas Shareholder(s) under the Bonus Warrant Issue will be sold in the market as soon as possible if a premium, net of expenses, can be obtained. Any net proceeds of sale, after deduction of expenses, will be distributed in Hong Kong dollars to such Overseas Shareholder. Remittances thereof will be posted to it, at its own risk, unless the amount falling to be distributed to such person is less than HK$100, in which case it will be retained for the benefit of the Company.

5. Conditions to the Bonus Warrant Issue

The Bonus Warrant Issue will be conditional upon the following conditions:

(i) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Warrants and any Adjusted Shares which may fall to be issued upon the exercise of the subscription rights attaching to the Warrants;

(ii) the passing by the Shareholders at the SGM of the necessary resolutions to approve the issue of the Warrants and any Adjusted Shares which may fall to be issued upon the exercise of the subscription rights attaching to the Warrants and any transactions contemplated thereunder; and

(iii) the Capital Reorganisation becoming effective.

6. Reasons for the Bonus Warrant Issue

The Group is principally engaged in the leasing of software licences, trading of hardware equipment, provision of marketing consultancy, gaming and entertainment services in Macau. The Directors believe that the Bonus Warrant Issue will provide the Shareholders with an opportunity to participate in the growth of the Company. The Bonus Warrant Issue will also strengthen the equity base of the Company and increase the Company's working capital if and when the subscription rights attaching to the Warrants are exercised.

The Company intends to apply any subscription moneys received as and when subscription rights are exercised towards the general working capital of the Group or for such other purposes as the Directors deem necessary, taking into consideration the requirements of the Company prevailing at the relevant time.

Save for the Rights Issue, the Company did not raise any other funds by issue of equity securities during the 12 months immediately preceding the date of this announcement.

7. Listing

The Company will apply to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Warrants and the new Adjusted Shares falling to be issued upon exercise of the Subscription Rights. The new Adjusted Shares falling to be issued upon exercise of the Subscription Rights will rank pari passu in all respect with the then existing issued Shares.

8. Certificates for the Warrants and Board Lot

Subject to the satisfaction of the conditions to the Bonus Warrant Issue, it is expected that certificates for the Warrants will be posted on or before 31 January 2008 at the risk of the Shareholders entitled thereto to their respective addresses shown on the register of members of the Company.

Dealings in the Warrants are expected to commence on the Stock Exchange on 4 February 2008.

The Warrants are expected to be traded on the Stock Exchange in board lots of 40,000 Warrants carrying rights to subscribe for 40,000 Shares at the initial exercise price of HK$0.055 per Adjusted Share (subject to adjustment).

9. Closure of Register of Members

The register of members of the Company will be closed from 31 December 2007 to 4 January 2008 (both days inclusive) in order to establish entitlements of Shareholders to the Bonus Warrant Issue.

The last day for dealing in Shares cum entitlements to the Bonus Warrant Issue will be 24 December 2007. In order to qualify for the Bonus Warrant Issue, all outstanding transfers of Shares should be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Service Limited, at 46th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:00 p.m. on 28 December 2007.

III. OPEN OFFER AND BONUS SHARE ISSUE

The Board further proposes to raise approximately HK$99,999,900 before expenses by way of an open offer of 909,090,000 Offer Shares at a price of HK$0.11 per Offer Share on the basis of one Offer Share for every Existing Share held on the Record Date. In conjunction with the issue of the Offer Shares, the registered holders of fully-paid Offer Shares will be issued one Bonus Share for every Offer Share successfully subscribed by the Qualifying Shareholders.

1. Terms

Issue statistics:

Basis of Open Offer	one Offer Share for every Existing Share held on the Record Date
Existing issued Share capital	909,090,000 Existing Shares
Number of Offer Shares	909,090,000 Adjusted Shares
Enlarged issued Share capital upon completion of the Open Offer	1,818,180,000 Adjusted Shares
Offer Price	HK$0.11 for each Offer Share
No. of Bonus Shares	909,090,000 Adjusted Shares
Enlarged issued share capital upon completion of Bonus Share Issue	2,727,270,000 Adjusted Shares

As at the date of this announcement, the Company has no outstanding convertible securities, options or warrants in issue which confer any right to subscribe for Shares.

As the proposed Open Offer would increase the issued share capital of the Company by more than 50%, the Open Offer should be made conditional on approval by Shareholders in general meeting on which any controlling shareholders and their associates shall abstain from voting in favour. As at the date of announcement, Wide Fine International Limited and its associates are interested in approximately 33.83% of the existing issued capital of the Company and therefore should be abstain from voting in favour. According to Rule 17.47(6)(b) of the GEM Listing Rules, Grand Vinco Capital Limited has been appointed as the independent financial adviser to make recommendations to the independent board committee and the independent Shareholders as to whether the terms of the Open Offer are fair and reasonable and are in the interests of the Company and its Shareholders as a whole.

Qualifying Shareholders:

The Company will send the Prospectus Documents to Qualifying Shareholders only. To qualify for the Open Offer, a Shareholder must be a Qualifying Shareholder on the Record Date. Shareholders having an address in Hong Kong on the register of members of the Company at the close of business on the Record Date are qualified for the Open Offer and the Bonus Share Issue. Shareholders having addresses outside Hong Kong on the register of members of the Company at the close of business on the Record Date are qualified for the Open Offer and the Bonus Share Issue only if the Directors, after making relevant enquiry, considers that it would not be necessary or expedient, on account either of the legal restrictions under the laws of the relevant place or any requirement of the relevant regulatory body or stock exchange in that place, not to offer the Offer Shares to such Overseas Shareholders.

The Bonus Shares will only be allotted to the registered holders of the fully-paid Offer Shares, therefore, Bonus Share Issue will not be extended to the Excluded Shareholders and only the Qualifying Shareholders will be qualified for the Bonus Share Issue.

In order to be registered as a member of the Company on the Record Date, any transfers of Shares must be lodged for registration by 4:00 p.m. on 28 December 2007 with the Company's share registrar, Computershare Hong Kong Investor Services Ltd. at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. The register of members of the Company will be closed from 31 December 2007 to 4 January 2008 (both days inclusive). No transfer of Shares will be registered during this period.

Offer Price:

HK$0.11 per Offer Share, payable in full by a Qualifying Shareholder upon acceptance of the assured entitlement of the Offer Shares under the Open Offer.

The Offer Price represents:

(i) a discount of approximately 63.9% to the closing price of HK$0.305 per Share as quoted on the Stock Exchange on the Last Trading Day;

(ii) a discount of approximately 62.3% to the average closing price of approximately HK$0.292 per Share as quoted on the Stock Exchange for the five trading days ended on the Last Trading Day;

(iii) a discount of approximately 63.3% to the average closing price of approximately HK$0.300 per Share as quoted on the Stock Exchange for the ten trading days ended on the Last Trading Day; and

(iv) a discount of approximately 20.3% to the theoretical ex-entitlements price of the Open Offer and Bonus Share Issue of approximately HK$0.138 per Share based on the closing price of HK$0.305 per Share as quoted on the Stock Exchange on the Last Trading Day without considering the effect of any exercise of the Warrants.

The Offer Price was arrived at after arm's length negotiation between the Company and the Underwriters with reference to the market price of the Existing Shares under the prevailing market conditions. The Directors consider that the terms of the Open Offer are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

For those Qualifying Shareholders participate in the Open Offer, they would be entitled to 1 Offer Share and 1 Bonus Share for every Existing Share they hold. Based on the total subscription monies under the Open Offer and taking into account of the aggregate of the Open Offer and the Bonus Share Issue, the theoretical price of each Offer Share is approximately HK$0.055 which represents:

(i) a discount of approximately 82.0% to the closing price of HK$0.305 per Share as quoted on the Stock Exchange on the Last Trading Day;

(ii) a discount of approximately 81.2% to the average closing price of approximately HK$0.292 per Share as quoted on the Stock Exchange for the five trading days ended on the Last Trading Day;

(iii) a discount of approximately 81.7% to the average closing price of approximately HK$0.300 per Share as quoted on the Stock Exchange for the ten trading days ended on the Last Trading Day; and

(iv) a discount of approximately 60.1% to the theoretical ex-entitlements price of the Open Offer and Bonus Share Issue of approximately HK$0.138 per Share based on the closing price of HK$0.305 per Share as quoted on the Stock Exchange on the Last Trading Day without considering the effect of any exercise of the Warrants.

Basis of assured entitlement:

The basis of the assured entitlement shall be one Offer Share for every Existing Share held on the Record Date, being 909,090,000 Offer Shares, at a price of HK$0.11 per Offer Share. Application for all or any part of a Qualifying Shareholder's assured entitlement should be made by completing the Application Form and lodging the same with a remittance for the Offer Shares being applied for.

Status of the Offer Shares and the Bonus Shares:

The Offer Shares (when allotted and fully-paid) and the Bonus Shares (when issued and credited as fully paid) will rank pari passu in all respects with the then existing Shares in issue on the date of allotment and issue of fully paid Offer Shares and the Bonus Shares. Holders of the Offer Shares will be entitled to receive all dividends and distributions which are declared, made or paid in respect thereof on or after the date of allotment and issue of the Offer Shares.

Certificates for the Offer Shares and the Bonus Shares and refund

Subject to the fulfillment of the conditions of the Open Offer and the Bonus Share Issue, and the Underwriter not having terminated the Underwriting Agreement as described in the section headed "Termination of the Underwriting Agreement" below, share certificates for all fully-paid Offer Shares and Bonus Shares are expected to be posted on or before 31 January 2008 to those Qualifying Shareholders who have paid for and have accepted the Offer Shares, at their own risk.

Rights of Overseas Shareholders

If at the close of business on the Record Date, a Shareholder's address on the Company's register of members is in a place outside Hong Kong, that Shareholder may not be eligible to take part in the Open Offer and the Bonus Share Issue. Documents to be issued in connection with the Open Offer and the Bonus Share Issue will not be registered under the applicable securities legislation of any jurisdictions other than Hong Kong. The Directors will make enquiries as to whether the issue of Offer Shares and the Bonus Share Issue to the Overseas Shareholders may contravene the applicable securities legislation of the relevant overseas places or the requirements of the relevant regulatory body or stock exchange and results of such enquiries will be included in the Prospectus of the Company.

If, after making such enquiry, the Directors are of the opinion that it would be necessary or expedient, on account either of the legal restrictions under the laws of the relevant place or any requirement of the relevant regulatory body or stock exchange in that place, not to offer the Offer Shares to such Overseas Shareholders, the Open Offer will not be extended to such Overseas Shareholders. Accordingly, the Open Offer and the Bonus Share Issue will not be extended to the Excluded Shareholders. The Company will send the prospectus to the Excluded Shareholders for their information only but will not send the Application Form to the Excluded Shareholders.

Fractions of the Offer Shares

Fractional entitlements of the Offer Shares will not be issued.

Application for excess Offer Shares

Qualifying Shareholders shall be entitled to apply for, any entitlements of the Excluded Shareholders and any Offer Shares not taken up by the Qualifying Shareholders. Application may be made by completing the EAFs and lodging the same with a separate remittance for the excess Offer Shares being applied for.

The Company will allocate the excess Offer Shares at their discretion, but on a fair and reasonable basis as far as practicable based on the following principles:

(i) preference will be given to applications for less than a board lot of Offer Shares where they appear to the Directors that such applications are made to round up odd-lot to whole board lot and that such applications are not made with intention to abuse this mechanism;

(ii) subject to availability of excess Offer Shares after allocation under principle (i) above, the excess Offer Shares will be allocated to Qualifying Shareholders based on a sliding scale with reference to the number of the excess Offer Shares applied by them (i.e. Qualifying Shareholders applying for a smaller number of Offer Shares are allocated with a higher percentage of successful application but will receive less number of Offer Shares; whereas Qualifying Shareholders applying for a larger number of Offer Shares are allocated with a smaller percentage of successful application but will receive higher number of Offer Shares) and with board lots allocations to be made on best effort basis.

The Shareholders with the Shares held by a nominee company should note that the Directors will regard the nominee company as single Shareholder according to the register of members of the Company. Accordingly, the Shareholders should note that the aforesaid arrangement in relation to the allocation of the excess Open Offer Shares will not be extended to beneficial owners individually.

Shareholders with Shares held by a nominee company are advised to consider whether they would like to arrange registration of the relevant Shares in the name of the beneficial owner(s) prior to the Record Date.

Application for listing:

The Company will apply to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Offer Shares and the Bonus Shares. No part of the securities of the Company is listed or dealt in or on which listing or permission to deal is being or is proposed to be sought on any other stock exchange.

Dealings in the Offer Shares and the Bonus Shares will be subject to the payment of stamp duty in Hong Kong and any other applicable fees and charges in Hong Kong.

2. Underwriting Agreement

Date:	23 October 2007
Underwriters:	Sun Hung Kai International Limited and Guotai Junan Securities (Hong Kong) Limited
Number of Offer Shares underwritten:	601,590,000 Offer Shares
Commission:	3% of the aggregate Offer Price for the underwritten Shares The Directors considered that the commissions paid to the Underwriters are determined on an arm length basis and are fair and reasonable to the Shareholders.

Subject to the fulfillment of the conditions contained in the Underwriting Agreement, the Underwriters have agreed to underwrite the untaken Offer Shares as follows:

Name of Underwriter	If the number of untaken Shares is equivalent to the number of underwritten Shares	If the number of untaken Shares is less than the number of underwritten Shares
Sun Hung Kai International Limited	312,000,000 Shares	Such number of untaken Shares in the proportion of 312,000,000 divided by 601,590,000
Guotai Junan Securities (Hong Kong) Limited	289,590,000 Shares	Such number of untaken Shares in the proportion of 289,590,000 divided by 601,590,000

In the event that none of the Offer Shares were taken up by the Qualifying Shareholders, Sun Hung Kai International Limited and Guotai Junan Securities (Hong Kong) Limited will become interested in 624,000,000 and 579,180,000 Adjusted Shares respectively (inclusive of the Bonus Shares), representing approximately 22.88% and 21.24% of the Shares in issue upon completion of the Open Offer and the Bonus Share Issue. However, to the best knowledge of the Company, the Underwriters do not currently have an intention to hold the underwritten Shares on a long term basis.

3. Undertaking from Wide Fine International Limited:

As at the date of this announcement, Wide Fine International Limited together with parties acting in concert are interested in 307,500,000 Existing Shares representing approximately 33.83% of the existing issued share capital of the Company. Wide Fine International Limited is beneficially and wholly owned by Mr. Wong Kam Leong, an executive Director.

Pursuant to the Underwriting Agreement, Wide Fine International Limited, has irrevocably undertaken to the Company that it will subscribe for 307,500,000 Offer Shares which it is entitled to under the Open Offer. The remaining 601,590,000 Offer Shares are fully underwritten by the Underwriters.

4. Termination of the Underwriting Agreement:

The Underwriters may terminate the Underwriting Agreement, if prior to 4:00 p.m. on the Settlement Date (as defined in the Underwriting Agreement), which is expected to be 28 January 2008, if in the reasonable opinion of the Underwriters:

(i) the occurrence of the following events would materially prejudice the success of the Open Offer or otherwise makes it inexpedient or inadvisable for the Underwriters to proceed with the Open Offer:

(a) the introduction of any new law or regulation or any material change in existing law or regulation or any material change in the judicial interpretation or application thereof by any court or other competent authority; or

(b) the occurrence of any local, national or international event, development or change (whether or not forming part of a series of events or changes occurring or continuing before and/or after the date hereof) of a political, military, financial, regulatory or economic nature (whether or not ejusdem generis with any of the foregoing) resulting in a material adverse change in, or which might reasonably be expected to result in a material adverse change in, securities market conditions; or

(c) the imposition of any moratorium, suspension or material restriction on trading in securities generally or the Company's securities on the Stock Exchange (i) occurring due to exceptional financial circumstances; or (ii) for a period of more than ten consecutive business days (as defined in the Underwriting Agreement) (excluding any suspension in connection with the clearance of this announcement or the Prospectus Documents or other announcement or circular in connection with the Open Offer); or

(d) any material adverse change in market conditions (including without limitation, any change in fiscal or monetary policy, or foreign exchange or currency markets, suspension or material restriction on trading in securities) occurs;

(ii) the Underwriters shall receive notification pursuant to the Underwriting Agreement of, or shall otherwise become aware of, the fact that any of the representations or warranties contained in the Underwriting Agreement was, when given, untrue or inaccurate in any material respect or would be untrue or inaccurate in any material respect if repeated as provided in the Underwriting Agreement and the Underwriters shall in their reasonable opinion determine that any such untrue representation or warranty is likely to have a materially prejudicial effect on the Open Offer; or

(iii) any material change occurs in the circumstances of the Company or any member of the Group which would materially and adversely affect the prospects, business, financial or trading position of the Group taken as a whole including without limiting the generality of the foregoing the presentation of a petition or the passing of a resolution for the liquidation or winding up or similar event occurring in respect of any major member of the Group or the destruction of any material asset of the Group; or

(iv) the Company commits any breach of or omits to observe any of the material obligations or undertakings expressed to be assumed by it under the Underwriting Agreement in any material respect which breach or omission would have a material and adverse effect on the prospects, business, financial or trading position of the Group taken as a whole; or

(v) the occurrence of any event, or series of events, beyond the control of the Underwriters (including, without limitation, acts of government, strike, lock-outs, fire, explosion, flooding, civil commotion, acts of war, acts of terrorism, or acts of God) which in their reasonable opinion has or would have the effect of materially and adversely affecting the Open Offer.

If the Underwriters terminate the Underwriting Agreement, the Open Offer, and hence the Bonus Share Issue, will not proceed.

5. Conditions

The Underwriting Agreement is conditional upon:–

(a) the passing by the Shareholders, other than Wide Fine International Limited and parties acting in concert with each of them or their respective associates and shareholders who are interested in or involved in the Open Offer or such other parties as may be deemed by the Stock Exchange to be concert parties to any of them, at the SGM the resolutions to approve the Open Offer and the Bonus Share Issue and all transactions contemplated in or incidental to the Underwriting Agreement and the implementation thereof, in accordance with the GEM Listing Rules and all applicable laws, rules and regulations on or before the Posting Date;

(b) the filing with the Registrar of Companies in Bermuda of one copy of the Prospectus duly signed by all directors or by one of the directors on behalf of all directors in compliance with the Companies Act 1981 of Bermuda (the "Companies Act") (and all other documents required to be attached thereto) and otherwise complying with the requirements of the Companies Act on or as soon as reasonably practicable after the date of the Prospectus;

(c) the delivery to the Stock Exchange for authorization and registration with the Registrar of Companies in Hong Kong respectively of one copy of each of the Prospectus Documents, each duly certified by any two Directors (or by their agents duly authorised in writing) and all other documents required to be attached thereto and otherwise in compliance with the GEM Listing Rules and the Companies Ordinance of Hong Kong (Chapter 32 of the Laws of Hong Kong) on or before the Posting Date;

(d) the posting of the Prospectus Documents to Qualifying Shareholders, other than the Excluded Shareholders, on or before the Posting Date;

(e) the compliance by Wide Fine International Limited with all of its obligations under its undertaking on or before the Settlement Date;

(f) the Listing Committee of the Stock Exchange granting (either unconditionally or subject to such conditions) and not having withdrawn or revoked, the listing of and permission to deal in the Adjusted Shares in issue and to be issued, Offer Shares and Bonus Shares on or before 4:00 p.m. immediately before the date of commencement of dealings therein;

(g) if required, the Bermuda Monetary Authority granting its consent to the issue of the Offer Shares and Bonus Shares on or before the Settlement Date;

(h) the Bonus Share Issue shall become unconditional (save for any condition requiring the Open Offer to become unconditional); and

(i) the Capital Reorganisation becoming effective.

In the event that such conditions are not fulfilled on or before the time and dates specified therein (or such later date as the Company and the Underwriters may agree), the Open Offer would not proceed.

The Bonus Share Issue is conditional on, amongst other things,

(i) the approval of the Bonus Share Issue by the Shareholders (other than those prohibited from voting by the GEM Listing Rules) at the SGM in accordance with the GEM Listing Rules; and

(ii) the Open Offer becoming unconditional (save as any condition requiring the Bonus Share Issue to become unconditional) and the Underwriting Agreement not being terminated by the Underwriters.

The Open Offer and the Bonus Share Issue are inter-conditional to each other.

6. Warning of the risks of dealing in shares

The Shareholders and potential investors of the Company should note that the Open Offer and the Bonus Share Issue is conditional upon the Underwriting Agreement having become unconditional and the Underwriters not having terminated the Underwriting Agreement in accordance with the terms thereof (a summary of which is set out in the sub-paragraph headed "Termination of the Underwriting Agreement" in this announcement). Accordingly, the Open Offer and the Bonus Share Issue may or may not proceed.

The Shareholders and potential investors of the Company should therefore exercise extreme caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.

The Shareholders should note that dealings in Shares will take place while the conditions to which the Underwriting Agreement remain unfulfilled. Any Shareholder or other person dealing in Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled (which is expected to be 28 January 2008), will accordingly bear the risk that the Open Offer cannot become unconditional

and may not proceed. Any Shareholder or other person contemplating selling or purchasing Shares, who is in any doubt about his/her/its position, is recommended to consult his/her/its own professional adviser.

7. Shareholding Structure

	As at the date of this announcement		Immediately upon Completion assuming all Qualifying Shareholders fully take up their respective entitlement		Immediately upon Completion assuming all Qualifying Shareholders (except Wide Fine International Limited) do not take up their respective entitlement	
	Shares	*%*	*Shares*	*%*	*Shares*	*%*
Undertaking Shareholder						
Wide Fine International Limited	307,500,000	33.83%	922,500,000	33.83%	922,500,000	33.83%
Connected Parties						
Chen Anfeng *(note 1)*	24,000,000	2.64%	72,000,000	2.64%	24,000,000	0.88%
Sin Tim Iao *(note 1)*	9,000,000	0.99%	27,000,000	0.99%	9,000,000	0.33%
Underwriters						
Sun Hung Kai International Limited	–	–	–	–	624,000,000	22.88%
Guotai Junan Securities (Hong Kong) Limited	–	–	–	–	579,180,000	21.24%
Public Shareholders						
Lai Pak Leng *(Note 2)*	69,000,000	7.59%	207,000,000	7.59%	69,000,000	2.53%
Lai Cho Wai *(Note 2)*	46,000,000	5.06%	138,000,000	5.06%	46,000,000	1.68%
Other Public Shareholders	453,590,000	49.89%	1,360,770,000	49.89%	453,590,000	16.63%
Subtotal for Public Shareholders	**568,590,000**	**62.54%**	**1,705,770,000**	**62.54%**	**568,590,000**	**20.84%**
Total	909,090,000	100.00%	2,727,270,000	100.00%	2,727,270,000	100.00%

Note 1: Chen Anfeng and Sin Tim Iao, connected persons to the Company by virtue of their equal shareholding in a substantial shareholder of a subsidiary of the Company.

Note 2: Lai Cho Wai is an ex-director of the Company who had resigned on 29 August 2007. He is a connected person under Chapter 20 of the GEM Listing Rules but not a connected person under Rule 1.01 of the GEM Listing Rules. For the purpose of calculating public float, the Shares held by Lai Cho Wai is considered as a public shareholder of the Company. Lai Pak Leng is the nephew of Lai Cho Wai and is also considered as a public shareholder of the Company.

If and when the Shares held by the public falls below 20% as required by the GEM Listing Rules as a result of the Open Offer or taking up of any Offer Shares by the Underwriters, the Stock Exchange has the right to suspend trading in the Shares on the Stock Exchange until such percentage is restored to 20% or above under the GEM Listing Rules. To avoid the public float being less than 20% of the issued share capital of the Company upon completion of the Open Offer, the Underwriters shall, before completion of the Open Offer, procure subscription by independent third parties (being members of the "public" as defined in the GEM Listing Rules), so that the public float will be no less than 20% of the issue share capital of the Company upon completion of the Open Offer.

The Stock Exchange has stated that if, at the date of completion of the Open Offer and Bonus Share Issue, less than 20% of the Shares are held by the public or if the Stock Exchange believes that:

- **a false market exists or may exist in the trading in the Shares; or**
- **there are too few shares of the Shares in public hands to maintain an orderly market,**

then it will consider exercising its discretion to suspend trading in the Shares until a sufficient public float is attained.

8. Reasons for the Open Offer and the Bonus Share Issue

Given the recent improved equity market conditions, the Directors have considered other fund raising alternatives for the Group, including bank borrowings and placing of new Shares, and taking into account the benefits and cost of each of the alternatives, the Open Offer allows the Group to strengthen its balance sheet without facing the increasing interest rates. The Directors had also considered the feasibility of having a rights issue, however the Directors are of the view that the Open Offer provides a more simplified procedure and shorter time frame for fund raising whilst the Open Offer also offers all the Qualifying Shareholders an equal opportunity to participate in the enlargement of the proportionate interests in the Company and to continue to participate in the future development of the Company should they wish to do so.

In order to recognize the contribution from the Shareholders who subscribe for the Offer Shares and as an incentive to encourage the Shareholders to participate in the Open Offer, the Bonus Shares will be issued to the registered holders of the fully-paid Offer Shares on the basis of one Bonus Share for every Offer Share issued under the Open Offer.

The net proceeds of approximately HK$96 million raised from the Open Offer are expected to be applied for (i) HK$49.5 million for potential investments in future business opportunities which include the Subscription; (ii) HK$15 million for purchase of properties to be used as the Group's office and staff quarter; (iii) HK$15 million for settlement of borrowings and payables of the Group; and (iv) the remaining balance of approximately

HK$16.5 million for general working capital of the Group. As at the date of this announcement, the Directors have been studying various business opportunities but have not committed on any of them except the Subscription.

The Directors consider that the Open Offer and the Bonus Share Issue are in the interests of the Company and the Shareholders as a whole.

9. Fund-Raising activities by the Company during the past 12 months immediately preceding the date of this announcement

Save for the Rights Issue, the Company did not raise any other funds by issue of equity securities during the 12 months immediately preceding the date of this announcement.

IV. DISCLOSEABLE TRANSACTION

On 29 October 2007, Cherry Oasis (Far East) Limited, a wholly owned subsidiary of the Company, has entered into an agreement with two independent third parties of which the Group agreed to subscribe for 90% of the Joint Venture at a consideration of HK$49,500,000.

1. The Agreement

Date: 29 October 2007

Parties: Cherry Oasis (Far East) Limited (being a wholly owned subsidiary of the Company), Cheung Tze Lin Aston, Wong Wai Man Raymond

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Cheung Tze Lin Aston and Wong Wai Man Raymond are third parties independent of the Company and its connected persons (as defined under the GEM Listing Rules).

2. Assets to be Acquired

49,500,000 shares of HK$1 each of the Joint Venture to be subscribed by Cherry Oasis (Far East) Limited at par, which will represent 90% of the total issued share capital of the Joint Venture after the completion of the Subscription.

Cheung Tze Lin Aston and Wong Wai Man Raymond will each hold 2,750,000 shares of the Joint Venture, which in aggregate constitutes 10% of the total issued share capital of the Joint Venture after the completion of the Subscription.

3. Consideration

The consideration for the Subscription by Cherry Oasis (Far East) Limited will be HK$49,500,000 and will be satisfied with the proceeds from the Open Offer.

4. Conditions

The Subscription is conditional upon:

(a) the completion of the Open Offer;

(b) the Money Lenders License is granted to the Joint Venture; and

(c) all necessary approvals and consents to the execution of the Subscription and the performance of the transactions hereby contemplated being obtained.

If the conditions shall not have been fulfilled by 28 February 2008 or such later date as the parties may agree, the Subscription Agreement shall become null and void and of no effect.

5. Information of the Joint Venture

The Joint Venture was incorporated under the laws of Hong Kong on 12 July 2007 and has not commenced business. The principal activity of the Joint Venture is intended to be a money lender in Hong Kong. The Joint Venture will apply for a money lenders licence under the Money Lenders Ordinance (Cap. 163 of the Laws of Hong Kong) which is the only licence required for the operation of a money lending business in Hong Kong. Upon completion of the Subscription, the Joint Venture will become one of the indirect non-wholly owned subsidiary of the Group and target to provide money lending services to companies whose businesses are in the provision of entertainment and marketing services in Asia and gaming services in Macau by targeting at the intermediaries working in the gaming area in Macau who/which are licensed for lending money to players. As the Company also provides marketing and settlement services to gaming companies in Macau, the proposed money lending business is related to the existing business of the Group. The Joint Venture is currently held by Mr. Cheung Tze Lin and Mr. Wong Wai Man in equal share, each holding 5,000 shares thereof. Each of Mr. Cheung Tze Lin and Mr. Wong Wai Man has agreed to subscribe for 2,745,000 of the shares of the Joint Venture at par upon completion of the Subscription by the Group.

The following is a summary of the capital structure of the Joint Venture before and after the completion of Subscription:

	As at the date of this announcement		After completion of Subscription	
	Issued Share Capital of the Joint Venture *(HK$)*	Percentage Shareholding	Issued Share Capital of the Joint Venture *(HK$)*	Percentage Shareholding
The Group	–	–	49,500,000	90%
Mr. Cheung Tze Lin	5,000	50%	2,750,000	5%
Mr. Wong Wai Man	5,000	50%	2,750,000	5%
Total	**10,000**	**100%**	**55,000,000**	**100%**

The following is the brief biography of Mr. Cheung Tze Lin and Mr. Wong Wai Man:

Cheung Tze Lin, aged 48, holds a degree of business and administration from La Selle University of Manila Philippines. He has more than 30 years working experience with the last seven years in the credit control department, accounts department and administration department in a subsidiary of a licensed bank in Hong Kong.

Wong Wai Man, aged 40, holds a professional diploma in financial management. He has more than 20 years working experience with the last 6 years working in a subsidiary of a licensed bank.

Based on the information provided by Mr. Cheung Tze Lin and Mr. Wong Wai Man and the understanding of the Directors, the Directors concluded that they are competent to run a money lending business. They will be assigned as the responsible persons to manage the new money lending business with overall supervision from the existing management of the Company.

6. Reasons for entering into the Subscription

The Group has taken into account the following factors in determining the consideration for the Subscription, which was arrived at after arm's length negotiations between the parties: (i) the economic benefits of the Subscription to the Group; (ii) the future prospects of the money lending business; (iii) the potential business opportunities that can be provided to the Group. In particular, the Directors considered that the consideration represents an injection of capital in the money lending business which will enhance the business of the Group.

7. General

The Directors (including the independent non-executive Directors) considered that the Subscription is entered into on normal commercial terms and in the ordinary and usual course of the business of the Group and that the terms of the Subscription Agreement are fair and reasonable and in the interests of the Group so far as the interests of the Shareholders of the Company are concerned.

The Subscription contemplated in the Subscription Agreement constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules. A circular containing further information about the Subscription will be dispatched to the Shareholders as soon as practicable.

IV. REFRESHMENT OF GENERAL MANDATES

1. Existing Mandates

At the AGM, the Shareholders approved, among other things, ordinary resolutions to grant to the Directors the Existing Issue Mandate to allot and issue not more than 60,606,000 Existing Shares, being 20% of the entire issued share capital of the Company of 303,030,000 Existing Shares as at the date of passing of such resolution and the Existing Repurchase Mandate to repurchase up to maximum of 30,303,000 Shares, being 10% of the entire issued share capital of the Company of 303,030,000 Shares as at the date of passing of such resolution.

Subsequent to the AGM and following the completion of the Rights Issue, the issued share capital of the Company has been substantially increased threefold from 303,030,000 Existing Shares to 909,090,000 Existing Shares. Since the AGM, the Existing Mandates has not been refreshed and no part of the Existing Mandates has been utilized.

2. Reasons for the Refreshment of Existing Mandates

The Group is principally engaged in the leasing of software licences, trading of hardware equipment, and gaming and entertainment business in Macau.

Following the completion of the Rights Issue, the issued share capital of the Company is increased from 303,030,000 Existing Shares to 909,090,000 Existing Shares. Under the Existing Mandates, the Directors were only allowed to issue 60,606,000 Shares, representing approximately 6.67% of the issued share capital of the Company as at the date of this announcement.

In view of the substantial increase in the number of issued Shares after the AGM, the Directors believe that the proposed Refreshment of Existing Mandates will enhance flexibility for the Group to raise funds by equity financing for further business development on a timely basis and to strengthen the capital base and financial position of the Company in future.

Given that in the absence of the proposed Refreshment to Existing Mandates, the general mandate to issue Shares will only be updated on the basis of the existing increased share capital at the next annual general meeting, which is scheduled to be held in August next year, the Company may miss funding opportunities if it is unable to respond promptly to the market conditions, the Directors consider that the Refreshment of Existing Mandates is in the interest of the Company and its Shareholders. Therefore, the Directors believe that the granting of the New General Mandates is in the best interests of the Company and the Shareholders as a whole by virtue of maintaining the financial flexibility for the Group's future business development.

The Directors proposes to seek the approval of the New Issue Mandate and New Repurchase Mandate at the SGM.

As the Refreshment of Existing Mandates are made immediately after the Rights Issue and that the amount in percentage terms of the unutilized part of the Existing Mandates upon refreshment is the same as the unused part of the Existing Mandates immediately before the Rights Issue, both being 100%, the Company is only required to comply with Rule 17.41A(4) of the GEM Listing Rules and obtain approvals from the Shareholders.

3. New Mandates

As at the date of this announcement, the Company had an aggregate of 909,090,000 Existing Shares in issue. Subject to the passing of the ordinary resolutions for the approval of the Refreshment to Existing Mandates and to extend the general mandate granted to Directors to issue Shares by the addition of an amount representing the aggregate number of any Shares repurchased, and on the basis that no further Existing Shares are issued and/or repurchased by the Company between the date hereof and the date of the SGM, the Company would be allowed under the New Issue Mandate to allot and issue up to 181,818,000 Shares being 20% of the total number of Existing Shares in issue as at the date of this announcement and under the New Repurchase Mandate to repurchase up to maximum of 90,909,000 Shares, being 10% of the total number of Existing Shares in issue as at the date hereof.

The New Mandates will, if granted at the SGM, remain effective until the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held in accordance with Bermuda law or the Bye-laws; and (iii) their revocation or variation by ordinary resolutions of the Shareholders in a general meeting.

If the ordinary resolutions approving the grant of the New Mandates are passed, the Existing Mandates will be revoked immediately under such ordinary resolutions. Upon such revocation, no further shares of the Company shall be issued or agreed to be issued or repurchased under the Existing Mandates.

V. GENERAL

Each of the Capital Reorganisation, Bonus Warrant Issue, Open Offer, Bonus Share Issue and Refreshment of Existing Mandates are conditional upon, among others, the approval by the Shareholders (other than those prohibited from voting under the GEM Listing Rules) at the SGM. Each of the Bonus Warrant Issue and the Open Offer is conditional upon the Capital Reorganisation becoming effective. The Open Offer and the Bonus Share Issue are inter-conditional upon each other. The Subscription is conditional upon the completion of the Open Offer.

A circular containing (i) further details of the Capital Reorganisation, (ii) further details of the Open Offer and Bonus Share Issue including an opinion from the independent financial adviser, (iii) further details of the Bonus Warrant Issue; (iv) the Subscription; (v) further details of the Refreshment of Existing Mandates; and (vi) a notice of the SGM, will be sent to the Shareholders as soon as practicable in accordance with the GEM Listing Rules.

VI. EXPECTED TIMETABLE

The expected timetable for the Bonus Warrant Issue, Open Offer and Bonus Share Issue set out below is for indicative purposes only and it has been prepared on the assumption that all the conditions of the Bonus Warrant Issue, Open Offer and Bonus Share Issue will be fulfilled. The expected timetable is subject to change, and any changes will be announced in a separate announcement by the Company as and when appropriate.

The expected timetable for implementing the Bonus Warrant Issue is set forth below:

	2007
Despatch of the SGM circular and SGM notice	27 November
Last day of dealings in Shares cum entitlements to the Bonus Warrant Issue, Open Offer and Bonus Share Issue	24 December
First day of dealings in Shares ex-entitlements to the Bonus Warrant Issue, Open Offer and Bonus Share Issue	27 December
Latest time for lodging forms of transfer to ensure entitlement to the Bonus Warrant Issue, Open Offer and Bonus Share Issue	4:00 p.m. on 28 December
Register of members closes	31 December
	2008
Record Date	4 January
SGM	4 January
Register of members reopens	7 January
Capital Reorganisation becomes effective	7 January
Posting of Prospectus Documents	10 January
Last day for acceptance of Open Offer	4:00pm on 24 January
Last day for terminating the Underwriting Agreement	28 January
Certificates for Warrants, Offer Shares and Bonus Shares posted	31 January
Dealings in the Warrants, Offer Shares and Bonus Shares expected to commence	4 February

VI. DEFINITIONS

The following defined terms are used in this announcement:

"Acceptance Date"	24 January 2008 or such other date as the Underwriters may agree in writing with the Company as the last date for acceptance of, and payment of, the Offer Shares;
"Adjusted Shares"	ordinary share(s) of nominal value of HK$0.01 each in the capital of the Company immediately following completion of the Capital Reorganisation;
"AGM"	the annual general meeting of the Company held on 3 August 2007;

"Application Form"	the application form(s) for use by the Qualifying Shareholders to apply for the Offer Shares;
"Bonus Share(s)"	the bonus Shares to be issued under the Bonus Share Issue
"Bonus Share Issue"	the bonus share issue made by the Company in conjunction with the Open Offer;
"Bonus Warrant Issue"	bonus issue of Warrants by the Company to all Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date, on the basis of two (2) Warrants for every ten (10) Existing Shares held on the Record Date;
"Bye-Laws"	the bye-laws of the Company;
"Capital Reduction"	the proposed reduction of the nominal value of each of the issued Existing Shares from HK$0.10 to HK$0.01 by canceling the paid-up capital to the extent of HK$0.09 per issued Existing Share;
"Capital Reorganisation"	the capital reorganisation of the Company as described under the section "Capital Reorganisation" which includes the Capital Reduction;
"Company"	Long Success International (Holdings) Limited, an exempted company incorporated in Bermuda, the shares of which are listed on GEM of the Stock Exchange;
"Director(s)"	director(s) of the Company;
"EAF(s)"	the forms of application for use by the Qualifying Shareholders to apply for excess Offer Shares;
"Excluded Shareholders"	Shareholder(s) whose address(es) (as shown in the register of members of the Company on the Record Date) are not in Hong Kong and to whom the Directors are of the view that it would be necessary or expedient to exclude from the Open Offer on account either of the legal restrictions under the laws of the places of his/her/ their registered address(es) or the requirements of the relevant regulatory body or stock exchange in that place;
"Existing Issue Mandate"	the general mandate granted to the Directors by the Shareholders at the AGM to, inter alia, allot, issue and deal with securities of the Company not exceeding 20% of the then issue share capital of the Company as at the date of the AGM;

"Existing Repurchase Mandate"	the general mandate granted to the Directors by the Shareholders at the AGM to, inter alia, repurchase Shares up to a maximum of 10% of the then issue share capital of the Company as at the date of the AGM;
"Existing Mandates"	collectively, the Existing Issue Mandate and the Existing Repurchase Mandate;
"Existing Shares"	existing ordinary share(s) of HK$0.1 each in the capital of the Company;
"GEM Listing Rules"	the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange;
"GEM"	the Growth Enterprise Market of the Stock Exchange;
"Group"	the Company and its subsidiaries;
"Joint Venture"	Success Finance Limited, a company incorporated in Hong Kong with limited liability
"Last Trading Day"	23 October 2007, being the last trading day of the Shares on the Stock Exchange prior to the release of this announcement;
"Money Lenders Licence"	money lenders license licensed by the licensing court pursuant to the Money Lenders Ordinance (Cap. 163 of the Laws of Hong Kong);
"New Issue Mandate"	the general mandate granted to the Directors by the Shareholders at the SGM to, inter alia, allot, issue and deal with securities of the Company not exceeding 20% of the then issue share capital of the Company as at the date of such meeting;
"New Repurchase Mandate"	the general mandate proposed to be granted to the Directors by the Shareholders at the SGM to, repurchase Shares up to a maximum of 10% of the then issue share capital of the Company as at the date of such meeting;
"New Mandates"	collectively, the New Issue Mandate and New Repurchase Mandate;
"Offer Share(s)"	the new Share(s) proposed to be offered to the Qualifying Shareholders to subscribe pursuant to the Open Offer;
"Offer Price"	HK$0.11 per Offer Share;

"Open Offer"	proposed issue of Offer Shares to the Qualifying Shareholders on the basis of one Offer Share for every one Share held on the Record Date on the terms to be set out in the Prospectus Documents and summarized herein;
"Overseas Shareholder(s)"	Shareholder(s) whose address(es) as shown on the register of members of the Company at the close of business on the Record Date is/are outside Hong Kong;
"Posting Date"	the date of registration and posting of Prospectus Documents, which is expected to be 10 January 2008;
"Prospectus"	the prospectus containing details of the Open Offer and the Bonus Share Issue;
"Prospectus Documents"	the Prospectus, the Application Form and the EAF;
"Qualifying Shareholders"	the Shareholders whose names appear on the register of members of the Company on the Record Date and whose addresses, as shown on the register of members of the Company, are in Hong Kong or any territories (other than those Shareholders where the Directors, based on the legal opinions provided by the legal advisers to the relevant jurisdictions, considers it necessary or expedient to exclude from the Open Offer on account either of the legal restrictions under the laws of the place of his/her/ its/their registered address(es) or the requirements of the relevant regulatory body or stock exchange in that place);
"Record Date"	the record date for the purpose of ascertaining the entitlements of Shareholders to the Bonus Warrant Issue and the Open Offer;
"Refreshment of Existing Mandates"	the proposed Refreshment of Issue Mandate and Refreshment of Repurchase Mandate;
"Refreshment of Issue Mandate"	the proposed refreshment of the Existing Issue Mandate into the New Issue Mandate;
"Refreshment of Repurchase Mandate"	the proposed refreshment of the Existing Repurchase Mandate into the New Repurchase Mandate;
"Rights Issue"	the rights issue and the bonus share issue made by the Company as announced on 4 June 2007 and completed on 28 August 2007;

"Settlement Date"	the second Business Day after the Acceptance Date or such other date as the Underwriters may agree in writing with the Company, expected to be 28 January 2008;
"SGM"	the special general meeting of the Company to be convened on 4 January 2008 to approve, inter alia, the Capital Reorganisation, the Bonus Warrant Issue, the Open Offer and Bonus Share Issue, and the Refreshment of Existing Mandates;
"Shareholder(s)"	holder(s) of Shares;
"Share(s)"	Existing Share(s) or Adjusted Share(s) (as the case may be);
"Specific Mandate"	the specific mandate to be granted by the Shareholders at the SGM for the issue and allotment of any Adjusted Shares which may fall to be issued upon the exercise of the subscription rights attaching to the Warrants;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Subscription"	the subscription of 49,500,000 shares of HK$1 each of the Joint Venture by the Group;
"Subscription Agreement"	the agreement dated 29 October 2007 entered into by Cherry Oasis (Far East) Limited, Cheung Tze Lin Aston, Wong Chi Man Raymond and the Joint Venture in relation to the Subscription;
"Subscription Rights"	the subscription right(s) attaching to the Warrant(s);
"Underwriters"	Sun Hung Kai International Limited and Guotai Junan Securities (Hong Kong) Limited;
"Underwriting Agreement"	the underwriting agreement dated 23 October 2007 entered into by the Underwriters and the Company of which the Underwriters agreed to underwrite the Offer Shares; and

"Warrant(s)"	warrant(s) to be issued by the Company to subscribe for new Adjusted Shares at the initial exercise price of HK$0.055 per new Adjusted Share, subject to adjustment, at any time from the date of the issue of the Warrants and end on the date of anniversary thereof (both dates inclusive).

By Order of the Board of Directors
Long Success International (Holdings) Limited
Wong Kam Leong
Chairman

Hong Kong, 7 November 2007

As at the date hereof, the executive Directors are Mr. Wong Kam Leong and Mr. Hui Sui Lun; and the independent non-executive Directors are Mr. Ng Kwok Chu, Winfield, Mr. Ng Chau Tung, Robert and Mr. Leung Kar Loon, Stanley.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" page of the GEM website for at least seven days from the date of its posting.

* *For identification purposes only*