IMPORTANT

If you are in any doubt about this prospectus, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional adviser.



China Wireless Technologies Limited

中國無線科技有限公司 (Incorporated in the Cayman Islands with limited liability)

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING AND PUBLIC OFFER

| Number of Offer Shares | : | 132,000,000 Offer Shares (subject to the Over-allotment Option) |
|-------------------------------|---|--|
| Number of Public Offer Shares | : | 13,200,000 New Shares (subject to reallocation) |
| Number of Placing Shares | : | 118,800,000 Offer Shares comprising 86,800,000 New Shares and 32,000,000 Sale Shares (subject to the Over-allotment Option and reallocation) |
| Offer Price | : | Not more than HK\$0.87 per Offer Share (payable in full upon application and subject to refund) |
| Nominal value | : | |
| Stock code | : | 2369 |

Sponsor, Bookrunner and Lead Manager



The Stock Exchange of Hong Kong Limited and the Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever, for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this prospectus.

A copy of this prospectus, together with the documents specified under "Documents delivered to the Registrar of Companies and available for public inspection in Hong Kong" in Appendix VII to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong in Hong Kong take no responsibility as to the contents of this prospectus or any other documents referred to above.

The Offer Price is expected to be fixed by agreement between DBS Asia (acting for itself and on behalf of the other Underwriters), the Vendor and the Company on the Price Determination Date which is expected to be on 6 December 2004 and, in any event, not later than 7 December 2004. The Offer Price will be not more than HK\$0.87 and is currently expected to be not less than HK\$0.79. Applicants for Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.87 for each Public Offer Share together with brokerage of 1%, SFC transaction levy of 0.005%, investor compensation levy of 0.002% and the Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price should be lower than HK\$0.87.

DBS Asia (for itself and on behalf of the other Underwriters, and with the consent of the Company and of the Vendor) may reduce the indicative Offer Price range stated in this prospectus (which is HK\$0.79 to HK\$0.87) at any time prior to the morning of the last day for lodging applications under the Public Offer. In such a case, a notice of the reduction in the indicative Offer Price range will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) not later than the morning of the last day for lodging applications under the Public Offer. If applications for Public Offer Shares have been submitted prior to the last day for lodging applications under the Public Offer, then even if the indicative Offer Price range is so reduced, such applications cannot be subsequently withdrawn.

If, for whatever reason, the Company, the Vendor and DBS Asia are not able to agree on the final Offer Price, the Share Offer (including the Public Offer) will not proceed and will lapse.

The obligations of the Public Offer Underwriters under the Public Offer Underwriting Agreement to subscribe for and to procure applicants for the subscription for the Public Offer Shares are subject to termination by DBS Asia (for itself and on behalf of the other Public Offer Underwriters) if certain grounds arise prior to 8:00 a.m. on the Listing Date. Such grounds are set out in the section headed "Underwriting" in this prospectus. It is important that you refer to that section for further details.