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## **Riverhill Holdings Limited**

**山河控股有限公司\***

*(incorporated in the Cayman Islands with limited liability)*

### **EXERCISE OF OVER-ALLOTMENT OPTION**

On 11th June, 2001, Anglo Chinese Corporate Finance, Limited (on behalf of the Placing Underwriters) exercised in full the Over-allotment Option in respect of 15,000,000 additional new Shares at the Offer Price of HK\$0.60 per Share.

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus (the “Prospectus”) dated 18th May, 2001 issued by Riverhill Holdings Limited (the “Company”).

The Directors would like to announce that the Over-allotment Option in respect of 15,000,000 additional new Shares (the “Over-allotment Shares”) was exercised in full by Anglo Chinese Corporate Finance, Limited (on behalf of the Placing Underwriters) on 11th June, 2001 to cover over-allocations in the Placing. To facilitate the settlement of the over-allocations in the Placing, 15,000,000 Shares were borrowed from Cyber Town Company Limited by Anglo Chinese Corporate Finance, Limited. Accordingly, the Over-allotment Shares will be returned to Cyber Town Company Limited no later than 14th June, 2001. The Over-allotment Shares will be issued at HK\$0.60 per Share, being the price at which Shares were subscribed and issued under the Share Offer, and are expected to be listed on GEM on 12th June, 2001. The Over-allotment Shares to be issued represent 3.75% of the existing issued share capital of the Company immediately prior to the exercise of the Over-allotment Option and approximately 3.61% of the enlarged issued share capital of the Company immediately after the exercise of the Over-allotment Option.

The shareholding structure of the Company immediately prior to and after the issue of the Over-allotment Shares is as follows:

Shareholders	Immediately before the issue of the Over- allotment Shares		Immediately after the issue of the Over- allotment Shares	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
Cyber Town Company Limited	105,921,569 <sup>#</sup>	26.48	105,921,569	25.52
Cyber City Technology Limited	57,254,902	14.31	57,254,902	13.80
Mr. Wang Guo Wei	1,920,000	0.48	1,920,000	0.46
Mr. Liu Hao	1,200,000	0.30	1,200,000	0.29
Dr. Tan Zhong Jun	1,200,000	0.30	1,200,000	0.29
Mr. Chen Ying Ming	960,000	0.24	960,000	0.23
Dr. Liu Yue Feng	960,000	0.24	960,000	0.23
Ms. Wang Li Xin	320,000	0.08	320,000	0.07
Mr. Hu Zhi Jia	240,000	0.06	240,000	0.06
Ms. Yu Ying Hui	240,000	0.06	240,000	0.06
Ms. Yuan Ping	240,000	0.06	240,000	0.06
Mr. Xing Ye	240,000	0.06	240,000	0.06
Mr. Wang Ji Jin	160,000	0.04	160,000	0.04
Ms. Zhang Mi	160,000	0.04	160,000	0.04
Global Eagle Investments Limited	114,509,804	28.63	114,509,804	27.59
Six members of the technological and management advisory board of the Group	160,000	0.04	160,000	0.04
Vital Tech Company Limited	14,313,725	3.58	14,313,725	3.45
Public	<u>100,000,000</u>	<u>25.00</u>	<u>115,000,000</u>	<u>27.71</u>
Total	<u>400,000,000</u>	<u>100.00</u>	<u>415,000,000</u>	<u>100.00</u>

<sup>#</sup>: before taking into account the 15,000,000 Shares lent to Anglo Chinese Corporate Finance, Limited to cover over-allocations in the Placing

As stated in the Prospectus, the Directors intend to use the additional net proceeds of approximately HK\$8.7 million raised from the issue of the Over-allotment Shares as additional general working capital of the Group.

By order of the Board  
**Riverhill Holdings Limited**  
**Prof. He Xiao Feng**  
Chairman

Hong Kong, 11th June, 2001

*This announcement for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with The Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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 (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) 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 GEM website on the “Latest Company Announcements” page for seven days from the date of its posting.*

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