IMPORTANT

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



(Incorporated in the Cayman Islands with limited liability)

PLACING AND NEW ISSUE

Number of Offer Shares : 100,000,000 New Shares

(subject to Over-allotment Option)

Number of Placing Shares : 70,000,000 Shares

(subject to Over-allotment Option

and reallocation)

Number of New Issue Shares : 30,000,000 Shares

(subject to reallocation)

Issue Price : HK\$1.00 per Share Nominal value : HK\$0.10 each

Stock code : 810

Sponsor and Lead Manager



Co-Manager of the Placing

BNP PARIBAS PEREGRINE

Underwriters

Thing On Securities Limited FB Gemini Securities Limited WorldVest Capital Limited Toyo Securities Asia Ltd. Luen Fat Securities Co., Limited South China Securities Limited Interchina Securities Ltd.

JS Cresvale International Limited
Shenyin Wanguo Capital (H.K.) Limited
UOB Kay Hian (Hong Kong) Limited
Ever-Long Asset Management Limited
TIS Securities (HK) Limited

Guotai Junan Securities (Hong Kong) Limited

Investment Manager

China Core Capital Management Limited

The Stock Exchange of Hong Kong Limited ("Stock Exchange") and Hong Kong Securities Clearing Company Limited ("Hongkong Clearing") 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, having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix IV to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance of Hong Kong. The Registrar of Companies in Hong Kong and the Securities and Futures Commission take no responsibility as to the contents of this prospectus or any other documents referred to above.

Subject to the granting of listing of, and permission to deal in, the Shares on the Stock Exchange as well as compliance with the stock admission requirements of Hongkong Clearing, the Shares will be accepted as eligible securities by Hongkong Clearing for deposit, clearance and settlement in the Central Clearing and Settlement System ("CCASS") with effect from the commencement date of dealings in the Shares on the Stock Exchange or such other date as may be determined by Hongkong Clearing. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

19th February, 2002