

## IMPORTANT

*If you are in any doubt about any of the contents of this prospectus, you should obtain independent professional advice.*

# AMBER

## Amber Energy Limited 琥珀能源有限公司

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

### PLACING AND PUBLIC OFFER

Number of Offer Shares:	100,000,000 Shares (subject to Over-allocation Option)
Number of Public Offer Shares:	10,000,000 Shares (subject to reallocation)
Number of Placing Shares:	90,000,000 Shares (subject to reallocation and the Over-allocation Option)
Maximum Offer Price:	HK\$1.66 per Offer Share, plus brokerage of 1%, a SFC transaction levy of 0.004% and a Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars, subject to refund on final pricing)
Nominal value:	HK\$0.10 per Share
Stock code:	90

### Sole Bookrunner, Sole Lead Manager and Sole Sponsor

## Piper Jaffray

Co-Lead Manager



The Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, 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 Hong Kong and Available for Inspection" in Appendix VII to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Hong Kong Companies Ordinance, Chapter 32 of the Laws of Hong Kong. The Securities and Futures Commission of Hong Kong and the Registrar of Companies 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 determined by agreement between the Company and the Sole Bookrunner (on behalf of the Underwriters) on the Price Determination Date or such later date as may be agreed by the Company and the Sole Bookrunner but in any event no later than Wednesday, 8 July 2009 (Hong Kong time). The Offer Price will not be more than HK\$1.66 per Offer Share and is expected to be not less than HK\$1.26 per Offer Share. Applicants for Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.66 for each Public Offer Share together with brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price should be lower than HK\$1.66. The Sole Bookrunner (on behalf of the Underwriters, and with the Company's consent) may reduce the number of Public Offer Shares being offered under the Share Offer and/or the indicative Offer Price range stated in this prospectus 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 of the number of Public Offer Shares and/or 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 day which is the last day for lodging applications under the Public Offer, then even if the number of Offer Shares and/or the indicative Offer Price range is so reduced, such applications cannot subsequently be withdrawn. If, for any reason, the Offer Price is not agreed between the Company and the Sole Bookrunner (on behalf of the Underwriters) on or before Wednesday, 8 July 2009 (Hong Kong time), the Share Offer (including the Public Offer) will not proceed subject to the Underwriting Agreements. Pursuant to the force majeure provisions contained in the Underwriting Agreements in respect of the Offer Shares, the Sole Bookrunner, on behalf of the Underwriters, has the right in certain circumstances to terminate the obligations of the Underwriters pursuant to the Underwriting Agreements at any time prior to 8:00 a.m. (Hong Kong time) on the date when dealings in the Shares are due to commence on the Stock Exchange (such first dealing date is currently expected to be Friday, 10 July 2009). Further details of the terms of the force majeure provisions are set out in the section headed "Underwriting — Grounds for termination" in this prospectus.