

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.

Hong Kong Exchanges and Clearing Limited and the Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this announcement, 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 announcement.

In connection with the Global Offering, Mega Capital, as Sole Lead Manager may over-allocate up to and not more than an aggregate of 75,000,000 additional Shares (representing 15% of the total number of the Offer Shares initially available under the Global Offering) to cover over-allocations (if any) in the International Placing by exercising the Over-allotment Option within 30 days from the date of the Prospectus, or by making purchases in the secondary market at prices that do not exceed the Offer Price or through stock borrowing arrangements or a combination of these means. In the event that such Over-allotment Option is exercised an announcement will be made.

Unless otherwise defined herein, capitalised terms used in this announcement have the same meanings as defined in the prospectus (the “Prospectus”) of Hontex International Holdings Company Limited (the “Company”) dated 14 December 2009.



Hontex International Holdings Company Limited

洪良國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 500,000,000 Shares (comprising 440,000,000 Shares to be offered by the Company and 60,000,000 Sale Shares to be offered by the Selling Shareholders subject to adjustment and the Over-allotment Option)
Number of Public Offer Shares	: 50,000,000 Shares (subject to adjustment)
Number of International Placing Shares	: 450,000,000 Shares (subject to adjustment and the Over-allotment Option)
Offer Price	: Not more than HK\$2.78 per Offer Share, plus brokerage fee of 1.0%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund) and expected to be not less than HK\$2.08 per Offer Share
Nominal value	: HK\$0.10 per Share
Stock code	: 946

Sole Bookrunner, Sole Lead Manager and Sole Sponsor



兆豐資本
Mega Capital

Application has been made to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus and the application forms relating thereto, and any Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Schemes and the exercise of the Over-allotment Option. Dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:30 a.m. on 24 December 2009. The Shares will be traded in board lots of 1,000 shares each. Subject to the granting of the listing of, and permission to deal in, the Shares on the Main Board of the Stock Exchange, as well as the compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Shares on the Main Board of the Stock Exchange or, under contingent situation, such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange in any trading day is required to take place in CCASS on the second business day thereafter. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time.

The Global Offering of 500,000,000 Shares (comprising 440,000,000 Shares to be offered by the Company and 60,000,000 Sale Shares to be offered by the Selling Shareholders subject to any reallocation between the International Placing and the Public Offer) comprises the Public Offer of initially 50,000,000 Public Offer Shares to the public in Hong Kong and the International Placing of initially 450,000,000 International Placing Shares to professional and institutional investors. The Public Offer Shares will be divided equally into two pools: pool A and pool B. The Public Offer Shares in pool A will initially consist of 25,000,000 Shares and will be allocated on an equitable basis to successful applicants who have applied for Public Offer Shares with a total subscription amount (excluding amounts of brokerage, SFC transaction levy and Stock Exchange trading fee payable thereon) of HK\$5 million or less. The Public Offer Shares in pool B will initially consist of 25,000,000 Shares and will be allocated on an equitable basis to successful applicants who have applied for Public Offer Shares with a total subscription amount (excluding amounts of brokerage, SFC transaction levy and Stock Exchange trading fee payable thereon) of more than HK\$5 million and up to the total value of pool B. Applicants should be aware that applications in pool A and applications in pool B may receive different allocation ratios. If the Public Offer Shares in one pool (but not both pools) are undersubscribed, and the other pool is oversubscribed, the surplus Public Offer Shares from the undersubscribed pool will be transferred to the other pool to satisfy demand in that pool and be allocated accordingly. Applicants can only apply for the Public Offer Shares in either pool A or pool B and only receive an allocation of the Public Offer Shares from either pool A or pool B but not from both pools. Where there is over-subscription, allocation of Public Offer Shares to investors under the Public Offer, both in relation to pool A and pool B, will be based solely on the level of valid applications received under the Public Offer. The basis of allocation may vary depending on the number of Public Offer Shares validly applied for by each applicant, but will otherwise be made on a strictly pro-rata basis. However, this may involve balloting, which would mean that some applicants may be allotted more Public Offer Shares than others who have applied for the same number of Public Offer Shares and that those applicants who are not successful in the ballot may not receive any Public Offer Shares. Multiple applications or suspected multiple applications within either pool or between pools, any application on a **WHITE** or **YELLOW** Application Form or by giving an electronic

application instruction to HKSCC via CCASS or to the designated White Form eIPO Service Provider through **White Form eIPO Service (www.hkeipo.hk)** for more than 100% of the Public Offer Shares initially available in either Pool A or Pool B under the Public Offer or applications where cheques or banker's cashier orders are dishonoured upon first presentation will be rejected and only one application on a **WHITE** or **YELLOW** Application Form or by way of giving electronic application instruction to HKSCC via CCASS or to the designated White Form eIPO Service Provider through **White Form eIPO Service (www.hkeipo.hk)** may be made for the benefit of any person. **Each applicant under the Public Offer will also be required to give an undertaking and confirmation in the Application Form submitted by him that he and any person(s) for whose benefit he is making the application have not indicated and will not indicate an interest for any International Placing Shares under the International Placing, and such applicant's application is liable to be rejected if the said undertaking and/or confirmation is breached and/or untrue (as the case may be). Reasonable steps will be taken to identify and reject applications under the Public Offer from investors who have received International Placing Shares under the International Placing. Applicants under the Public Offer should note that save under the circumstances as set out in the paragraph headed "Circumstances in which the allotment of Public Offer Shares will be void" in the application forms, applications for the Public Offer Shares cannot be withdrawn once submitted.**

Application for the Public Offer Shares must be paid on the basis of the maximum indicative Offer Price of HK\$2.78 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%. The Global Offering is subject to the conditions stated in the paragraph headed "Conditions of the Global Offering" under the section headed "Structure and conditions of the Global Offering" in the Prospectus. If the conditions are not fulfilled on or before the time and date as stated therein, all application monies together with the related brokerage, SFC transaction levy and Stock Exchange trading fee received from applicants under the Public Offer will be refunded, and in the event that the Offer Price is less than the price per Share initially paid upon application, the appropriate portion of affected applicants' application monies together with the related brokerage, SFC transaction levy and Stock Exchange trading fee will be refunded, in each case without interest. All refunds will be made by cheque(s) crossed "Account payee only", and made out to you or, if you are joint applicants, to the first-named applicant on your Application Form on the terms set out under the section headed "Refund of your money" on the relevant application forms.

Depending on the number of valid applications received under the Public Offer, the initial allocation of Public Offer Shares between the Public Offer and the International Placing is subject to reallocation between the Public Offer and the International Placing on the basis as described in the paragraph headed "Under-subscription" under the section headed "Structure and conditions of the Global Offering" in the Prospectus. If the Public Offer Shares are not fully subscribed, the Sponsor (for itself and on behalf of the Underwriters) has the authority to reallocate all or any unsubscribed Public Offer Shares originally included in the Public Offer to the International Placing, in such number as it deems appropriate provided that there is sufficient demand under the International Placing to take up such re-allocated Public Offer Shares. If the International

Placing Shares are not fully subscribed, the Sponsor (for itself and on behalf of the Underwriters) has the authority to reallocate all or any of the unsubscribed International Placing Shares originally included in the International Placing to the Public Offer, in such number as it deems appropriate provided that there is sufficient demand under the Public Offer to take up such re-allocated Public Offer Shares. Details of any reallocation of Shares between the International Placing and the Public Offer will be disclosed in the results announcement, which is expected to be made on 23 December 2009.

The Offer Price is expected to be fixed by agreement between Mega Capital, for itself and on behalf of the Underwriters, and the Company on or before 5:00 p.m. on 17 December 2009 or such later date as may be agreed by the Sole Bookrunner (for itself and on behalf of the Underwriters), the Selling Shareholders and the Company, but in any event not later than Tuesday, 22 December 2009. The Offer Price will be not more than HK\$2.78 per Share and is expected to be not less than HK\$2.08 per Share although Mega Capital, on behalf of the Public Offer Underwriters, and the Company may agree to a lower price. If Mega Capital (for itself and on behalf of the Underwriters) and the Company are unable to reach an agreement on the Offer Price by 5:00 p.m. on 22 December 2009, the Global Offering will not become unconditional and will lapse immediately. Investors applying for Public Offer Shares must pay the maximum indicative Offer Price of HK\$2.78 per Share, together with brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%. Mega Capital, for itself and on behalf of the Underwriters, may, with the consent of the Company, reduce the Offer Price to a price below the indicative Offer Price range below that stated in the Prospectus (which is HK\$2.78 per Offer Share to HK\$2.08 per Offer Share) at any time prior to the morning of the last day for lodging of applications under the Public Offer. In such a case, notices of the reduction in the Offer Price to a price below 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 day which is the last day for lodging of applications under the Public Offer. Such notice will also be available at the website of the Stock Exchange at www.hkexnews.hk and our website at <http://ir.hontex.cn>. If applications for the Public Offer Shares have been submitted prior to the day which is the last day for lodging of applications under the Public Offer, then even if the Offer Price is so reduced, such applications cannot be subsequently withdrawn.

Applications for the International Placing Shares and the Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and, in respect of the Public Offer Shares, also on the basis of the terms and conditions of the related application forms. Applicants who would like to have the Public Offer Shares allotted and issued in their names should complete and sign the **WHITE** application forms or apply online through the designated website of the **White Form eIPO** Service Provider, referred to in this prospectus as the **White Form eIPO Service** (www.hkeipo.hk). Applicants who would like to have the Public Offer Shares allotted and issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS investor participant stock accounts or their designated CCASS participants' stock accounts maintained in CCASS should (i) complete and sign the **YELLOW** application forms, copies of which, together with the Prospectus, may be obtained during normal business hours from 9:00 a.m. on 14 December 2009 until 12:00 noon on 17 December 2009 at the depository counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong; or your stockbroker, who may have such Application Forms and Prospectus available; or (ii) give **electronic application instructions** to HKSCC via CCASS. Copies of the

WHITE application forms together with the Prospectus are available during normal business hours during the same period from:

1. any of the following addresses of the Hong Kong Underwriters:

Mega Capital (Asia) Company Limited

Units 2213–2214
22/F., Cosco Tower
183 Queen's Road Central
Sheung Wan
Hong Kong

Daiwa Securities SMBC Hong Kong Limited

Level 26, One Pacific Place
88 Queensway
Hong Kong

ICBC International Capital Limited

Levels 17 & 18, Three Pacific Place
1 Queen's Road East
Hong Kong

China Everbright Securities (HK) Limited

36/F, Far East Finance Center
16 Harcourt Road
Hong Kong

CIMB Securities (HK) Limited

25/F, Central Tower
28 Queen's Road Central
Hong Kong

CMB International Capital Corporation Limited

Units 1803–4, 18/F.,
Bank of America Tower
12 Harcourt Road
Hong Kong

Guotai Junan Securities (Hong Kong) Limited

27th Floor, Low Block
Grand Millennium Plaza
181 Queen's Road Central
Hong Kong

KAB Asia Securities Limited

30th Floor, Chinachem Century Tower
178 Gloucester Road
Wanchai
Hong Kong

VC Brokerage Limited

28/F., The Centrium
60 Wyndham Street
Central
Hong Kong

2. any of the following branches of **The Bank of East Asia, Limited:**

	Branches	Address
Hong Kong Island:	Main Branch	10 Des Voeux Road Central
	Queen's Road Central Branch	Shop A–C, G/F, Wah Ying Cheong Central Building, 158–164 Queen's Road Central
	Wanchai Branch	Shop A–C, G/F, Easey Commercial Building, 253–261 Hennessy Road, Wanchai
	Kennedy Town Centre Branch	Shop D, G/F, Kennedy Town Centre, 23 Belcher's Street
	Taikoo Shing Branch	Shop G1010–1011, Yiu Sing Mansion
Kowloon:	Mongkok Branch	638–640 Nathan Road
	Prince Edward Branch	G/F, Hanley House, 776–778 Nathan Road
	Hoi Yuen Road Branch	Unit 1, G/F, Hewlett Centre, 54 Hoi Yuen Road
	East Tsim Sha Tsui Branch	Shop G3–G5, G/F, East Ocean Centre, 98 Granville Road, Tsim Sha Tsui
New Territories:	Tai Wai Branch	16–18 Tai Wai Road, Cheung Fung Mansion, Shatin
	Tuen Mun Branch	Shop G16, G/F, Eldo Court Shopping Centre
	Ha Kwai Chung Branch	202 Hing Fong Road

3. any of the following branches of **Standard Chartered Bank (Hong Kong) Limited**:

	Branches	Address
Hong Kong Island:	88 Des Voeux Road Branch	88 Des Voeux Road Central, Central
	Causeway Bay Branch	G/F, Yee Wah Mansion, 38–40A Yee Wo Street, Causeway Bay
	Aberdeen Branch	Shop 4A, G/F, Aberdeen Centre Site 5, No. 6 Nam Ning Street, Aberdeen
Kowloon:	Kwun Tong Hoi Yuen Road	G/F, Fook Cheong Building, No. 63 Hoi Yuen Road, Kwun Tong
	68 Nathan Road Branch	Basement, Shop B1, G/F Golden Crown Court, 66–70 Nathan Road, Tsimshatsui
	San Po Kong Branch	Shop A, G/F, Perfect Industrial Building, 31 Tai Yau Street, San Po Kong
	Lok Fu Shopping Centre Branch	Shop G101, G/F., Lok Fu Shopping Centre
New Territories:	Tsuen Wan Branch	Shop C, G/F & 1/F, Jade Plaza, 298 Sha Tsui Road, Tsuen Wan
	Yuen Long Branch	140, Yuen Long Main Road, Yuen Long
	Tuen Mun Town Plaza Branch	Shop No. G047–G052, Tuen Mun Town Plaza Phase I, Tuen Mun

Completed **WHITE** and **YELLOW** application forms, to which cheques or banker's cashier orders securely stapled, should be deposited in the special collection boxes provided at any of the branches referred to above on the following dates during the following times:

Monday, 14 December 2009	—	9:00 a.m. to 4:00 p.m.
Tuesday, 15 December 2009	—	9:00 a.m. to 4:00 p.m.
Wednesday, 16 December 2009	—	9:00 a.m. to 4:00 p.m.
Thursday, 17 December 2009	—	9:00 a.m. to 12:00 noon

Subject to the terms and conditions set out in the Prospectus and the application forms relating thereto, applications made on **WHITE** and **YELLOW** application forms (with payment attached) must be received by not later than 12:00 noon on 17 December 2009 (or such later date as may apply in the case of a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal being in force in Hong Kong as described in the paragraph headed “Effect of Bad Weather on the Opening of the Application Lists” in the section headed “How to apply for the Public Offer Shares” in the Prospectus). The Company will not issue temporary document of title or any receipt for application money received.

HK eIPO White Form

You may submit your application to the designated **White Form eIPO** Service Provider through the designated website at www.hkeipo.hk from 9:00 a.m. on 14 December 2009 until 11:30 a.m. on 17 December 2009 or such later time as described under the section headed “Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus (24 hours daily, except on the last application day). The latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on 17 December 2009, the last application day, or, if the application lists are not open on that day, then by the time and date stated in the section headed “Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

You will not be permitted to submit your application to the designated **White eIPO Form** Service Provider through the designated website at www.hkeipo.hk after 11:30 a.m. on the last day for submitting applications. If you have already submitted your application and obtained an application reference number from the website prior to 11:30 a.m., you will be permitted to continue the application process (by completing payment of application monies) until 12:00 noon on the last day for submitting applications, when the application lists close.

Applications by giving electronic application instructions to HKSCC

Investors can apply for Shares by giving **electronic application instructions** to HKSCC as follows:

1. CCASS Investor Participants can give **electronic application instructions** to HKSCC through the CCASS Phone System by calling (852) 2979 7888 or through the CCASS Internet System (<https://ip.ccass.com>) (using the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC can also input **electronic application instructions** for CCASS Investor Participants on their behalf if they go to the Customer Service Centre of HKSCC at 2/F, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong and complete an input request form. Prospectuses are also available for collection at the Customer Service Centre of HKSCC.
2. Those who are not CCASS Investor Participants can instruct their brokers or custodians who are CCASS Clearing Participants or CCASS Custodian Participants to give **electronic application instructions** to HKSCC via CCASS terminals to apply for Shares on their behalf.

CCASS Clearing/Custodian participants can input **electronic application instructions** at the following times on the following dates:

Monday, 14 December 2009	— 9:00 a.m. to 8:30 p.m.⁽¹⁾
Tuesday, 15 December 2009	— 8:00 a.m. to 8:30 p.m.⁽¹⁾
Wednesday, 16 December 2009	— 8:00 a.m. to 8:30 p.m.⁽¹⁾
Thursday, 17 December 2009	— 8:00 a.m.⁽¹⁾ to 12:00 noon

⁽¹⁾ *These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.*

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 14 December 2009 until 12:00 noon on Thursday, 17 December 2009 (24 hours daily, except on the last application day).

Announcements on the Offer Price, the level of indication of interests in the International Placing, the results of applications and basis of allocation of the Public Offer Shares and the number of Shares (if any) reallocated from the Public Offer to the International Placing, or from the International Placing to the Public Offer, are scheduled to be published on 23 December 2009 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and at the website of the Stock Exchange at www.hkexnews.hk and the website of the Group at <http://ir.hontex.cn>.

If you have applied for 1,000,000 Public Offer Shares or above on a **WHITE** Application Form or a **YELLOW** Application Form or by application online through **White Form eIPO** Service and have indicated on your Application Form that you will collect your share certificate(s) (where applicable) and/or refund cheque(s) (where applicable) in person, you may collect it/them in person from Tricor Investor Services Limited between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the designated newspapers as the date of despatch of share certificate(s) and/or refund cheque(s), which is expected to be 23 December 2009. Applicants being individuals who opt for personal collection must not authorise any other person to collect their share certificate(s) and/or refund cheque(s) on their behalf. You must produce at the time of collection, evidence of identity acceptable to Tricor Investor Services Limited to collect the share certificate(s) and/or refund cheque(s). Applicants being corporations which opt for personal collection must attend by their authorised representatives bearing letters of authorisation from their corporations stamped with the corporation chops. Their authorised representatives must produce, at the time of collection, evidence of identity acceptable to Tricor Investor Services Limited. If you do not collect your shares certificate(s) and/or refund cheque(s) within the time and date stipulated above, it/they will be sent to the address (in case of joint applicants, to the address of the first-named applicant) specified in your Application Form shortly after 1:00 p.m. on the date of despatch, by ordinary post and at your own risk. If you have applied for less than 1,000,000 Public Offer Shares or if you have applied for 1,000,000 Public Offer Shares or above but have not indicated on your Application Form that you will collect your share certificate(s) (where applicable) and/or refund cheque(s) (where applicable) in person or if your application is rejected, not accepted or accepted in part only or if the Offer Price as finally determined is less than the initial price per Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee thereon) paid on

application; or if the conditions of the Public Offer described in the section headed “Structure and conditions of the Global Offering — Conditions of the Global Offering” in the Prospectus are not fulfilled in accordance with their terms, or if any application is revoked or any allotment pursuant thereto has become void, then your share certificate(s) and/or refund cheque(s) in respect of the application monies or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and Stock Exchange trading fee, (if any), (without interest) will be sent to the address (in case of joint applicants, to the address of the first-named applicant) specified in your Application Form on the date of despatch, by ordinary post and at your own risk.

If you have applied for the Public Offer Shares on a **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS and your application is wholly or partially successful, your share certificate(s) will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your CCASS investor participant stock account or the stock account of any designated CCASS participant giving **electronic application instructions** to HKSCC via CCASS on your behalf or as instructed by you before the close of business on 23 December 2009 or under contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited. If you are applying through a designated CCASS participant (other than a CCASS investor participant), you can check the number of Public Offer Shares allotted to you (and the amount of refund money payable to you if you have instructed a CCASS Clearing/Custodian Participant to give **electronic application instructions** on your behalf) with that CCASS participant on 23 December 2009. If you are applying as a CCASS investor participant, you can check the number of Public Offer Shares allotted to you in the announcement published by the Company in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and at the website of the Stock Exchange at www.hkexnews.hk and the website of the Group at <http://ir.hontex.cn> on 23 December 2009 and report any discrepancies to HKSCC before 5:00 p.m. on 23 December 2009 or such other date as shall be determined by HKSCC or HKSCC Nominees Limited. Immediately after the credit of the Public Offer Shares to your stock account, you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC will also make available to you an activity statement showing the number of the Public Offer Shares credited to your stock account and (if you are applying by giving **electronic application instructions** to HKSCC) the amount of refund money credited to your designated bank account.

The Company has granted to the Sole Lead Manager the Over-allotment Option exercisable by the Sole Lead Manager (for itself and on behalf of the Underwriters) to require the Company to issue up to 75,000,000 additional Shares to cover any over-allocation in the International Placing. If any part of the Over-allotment Option is exercised, an announcement will be made by the Company.

Dealing in the shares on the Hong Kong Stock Exchange is expected to commence at 9:30 a.m. on Thursday, 24 December 2009. The shares will be traded in board lots of 1,000 shares each.

By order of the Board
Shao Ten-Po
Executive Director

Hong Kong, 14 December 2009

As at the date of this announcement, the Board comprises five executive Directors, namely, Shao Ten-Po, Tseng Chung-Cheng, Liao Chin-Yi, Hu Chin-Shu, Liao Min-Chiang, one non-executive Director, namely, Wang Shih Ting and three independent non-executive Directors namely Lu Chien-An, Chang Chuan-Fang and and Chen Fang-Kun.

*“Please also refer to the published version of this announcement in the **South China Morning Post**.”*