

IMPORTANT

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



思嘉集團有限公司 Sijia Group Company Limited

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares : 200,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Public Offer Shares : 20,000,000 Shares (subject to adjustment)
Number of International Placing Shares : 180,000,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price : HK\$4.13 per Hong Kong Public Offer Share plus brokerage of 1%, SFC transaction levy of 0.004% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund on final pricing)
Nominal Value : HK\$0.001 per Share
Stock Code : 1863

Sole Global Coordinator, Sole Bookrunner, Sole Sponsor and Sole Lead Manager

Piper Jaffray

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and 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, having attached thereto the documents specified in the section headed "Documents delivered to the Registrar of Companies 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 Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or any other document referred to above.

The Offer Price is expected to be fixed by agreement with the Sole Global Coordinator (on behalf of the Underwriters) and the Group on the Price Determination Date, which is expected to be on or around 1 February 2010 and, in any event, not later than 3 February 2010. The Offer Price will be not more than HK\$4.13 per Offer Share and is currently expected to be not less than HK\$2.69 per Offer Share. If, for any reason, the Offer Price is not agreed by 5:00p.m. on 3 February 2010 by the Sole Global Coordinator (on behalf of the Underwriters), and the Group, the Global Offering will not proceed and will lapse.

The Sole Global Coordinator (on behalf of the Underwriters) may, with the Group's consent, reduce the number of Offer Shares being offered under the Global Offering 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 Hong Kong Public Offer. In such a case, an announcement 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 Hong Kong Public Offer. If applications for Hong Kong Public Offer Shares have been submitted prior to the day which is the last day for lodging applications under the Hong Kong Public Offer, then even if the number of Offer Shares and/or the indicative Offer Price range is so reduced, such applications cannot be subsequently withdrawn. More details are set out in the section headed "Structure of the Global Offering" of this prospectus.

The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement are subject to termination by the Sole Global Coordinator (on behalf of the Underwriters) if certain grounds arise prior to 8:00 a.m. (Hong Kong time) on the day that dealings in the Offer Shares commence on the Hong Kong Stock Exchange. Such grounds are set out in the section headed "Underwriting – Grounds for termination" of this prospectus.

26 January 2010