

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



# Leoch International Technology Limited 理士國際技術有限公司

(Incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

Number of Offer Shares under the Global Offering:	333,334,000 Shares (subject to adjustment and the Over-allotment Option)
Number of International Offer Shares:	300,000,000 Shares (subject to adjustment and the Over-allotment Option)
Number of Public Offer Shares:	33,334,000 Shares (subject to adjustment)
Maximum Offer Price:	HK\$5.35 per Offer Share payable in full on application subject to refund on final pricing, plus brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.003%
Nominal value:	HK\$0.10 per Share
Stock code:	842

*Sole Global Coordinator and Sole Sponsor*



*Joint Bookrunners and Joint Lead Managers*



**BOC INTERNATIONAL**

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 "Appendix VIII—Documents Delivered to the Registrar of Companies and Available for Inspection", 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 and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this prospectus or any of the other documents referred to above.

**See "Risk Factors" for a discussion of certain risks that you should consider in connection with an investment in the Shares.**

The Offer Price is expected to be fixed by agreement between the Joint Bookrunners (on behalf of the Underwriters) and our Company on the Price Determination Date which is expected to be on or before November 9, 2010 and, in any event, not later than November 14, 2010. The Offer Price will not be more than HK\$5.35 per Offer Share and is currently expected not to be less than HK\$3.75 per Offer Share.

**The Sole Global Coordinator (on behalf of the Underwriters) may, with the consent of our Company, reduce the indicative Offer Price range and/or the number of Public Offer Shares below that stated in this prospectus at any time prior to the morning of the last day for lodging applications under the Public Offer. In the case of such reduction, notices of the reduction in the indicative Offer Price range and/or the number of Public Offer Shares will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and on the Company's website at [www.leoch.com](http://www.leoch.com) as soon as practicable following the decision to make such reduction, and in any event not later than the morning of the day which is the last day for lodging applications under the Public Offer. Further details are set out in the sections entitled "Structure of the Global Offering" and "How to Apply for Public Offer Shares" in this prospectus.**

The obligations of the Public Offer Underwriters under the Public Offer 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. on the day that trading in the Offer Shares commences on the Stock Exchange of Hong Kong Limited. Such grounds are set out in the section entitled "Underwriting—Underwriting Arrangements and Expenses—Public Offer—Grounds for Termination" in this prospectus.

The Offer Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold, pledged or transferred within the United States, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The Offer Shares are being offered and sold (i) to QIBs in reliance on Rule 144A or another exemption from registration under the U.S. Securities Act and (ii) outside the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act.

November 3, 2010