



ASIA ORIENT HOLDINGS LIMITED

(滙漢控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 214)

INTERIM DIVIDEND FOR THE SIX MONTHS ENDED 30TH SEPTEMBER, 2004

On 21st December, 2004, the Directors resolved to declare an Interim Dividend (as defined below) for the six months ended 30th September, 2004 of HK\$0.02 per ordinary share with an option to elect to receive such dividend, in whole or in part, in the form of shares in lieu of cash. The scrip price has been fixed at HK\$2.825 per share.

The Directors on 21st December, 2004 resolved to declare an interim dividend for the six months ended 30th September, 2004 (“Interim Dividend”) of HK\$0.02 per ordinary share of HK\$0.1 each in the capital of the Company (“Share”) to shareholders whose names appear on the Register of Members at the close of business on Thursday, 20th January, 2005 (“Record Date”). Shareholders (other than overseas shareholders as described below) may elect to receive the Interim Dividend in one of the following ways:

- (i) wholly by a cash dividend of HK\$0.02 per Share; or
- (ii) wholly by way of an allotment of Shares credited as fully paid and having an aggregate market value (as described below) equal to the total number of Scrip Dividend Shares, save for adjustment for fractions (as described below) (“Scrip Dividend Scheme”); or
- (iii) partly in cash dividend and partly in Scrip Dividend Shares.

For the purpose of calculating the number of Scrip Dividend Shares to be allotted, the market value of a Scrip Dividend Share has been calculated as an amount equal to the average closing prices of one Share on The Stock Exchange of Hong Kong Limited (“Stock Exchange”) for the five trading days during the period 14th January, 2005 to 20th January, 2005 on which such price is available (“Average Closing Price”). Accordingly, the number of Scrip Dividend Shares which the shareholders (other than overseas shareholders) will receive, in respect of the existing Shares registered in their names as at the Record Date and for which elections have been made to receive Scrip Dividend Shares will be calculated as follows:-

$$\begin{array}{rcl} \text{Number of Scrip} & & \text{Number of existing Shares held as} \\ \text{Dividend Shares to} & = & \text{at the Record Date for which} \\ \text{be received} & & \text{election for Scrip Dividend} \\ & & \text{Shares is made} \end{array} \quad \times \quad \begin{array}{r} \text{HK\$0.02} \\ \hline \text{HK\$2.825} \\ \text{(Average Closing Price)} \end{array}$$

The number of Scrip Dividend Shares to be received will be rounded down to the nearest whole number of Scrip Dividend Shares. Fractional entitlements to Scrip Dividend Shares in respect of the options set out in (ii) and (iii) above will be aggregated and sold and the benefit thereof will accrue to the Company. The Scrip Dividend Shares to be issued pursuant to the Scrip Dividend Scheme will rank pari passu in all respects with the existing Shares except that they shall not rank for the Interim Dividend.

Shareholders who are entitled to the Interim Dividend and who wish to receive the Interim Dividend partly or wholly in Scrip Dividend Shares are reminded that the relevant form of election (“Form of Election”) must be completed and returned to the Branch Share Registrars of the Company, Computershare Hong Kong Investor Services Limited at 46th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by not later than 4:00 p.m. on Friday, 18th February, 2005. Shareholders who are entitled to the Interim Dividend and who wish to receive the entire Interim Dividend in cash need not take any action.

Neither the Circular (as defined below), the Form of Election nor the Scrip Dividend Shares will be registered or filed under the securities law or equivalent legislation of any jurisdiction. In this respect, the Directors have exercised their discretion under the Bye-Laws of the Company to offer the Scrip Dividend Shares to shareholders whose registered address appearing on the Register of Members as at the Record Date is in Hong Kong only.

The issue of Scrip Dividend Shares pursuant to the Scrip Dividend Scheme is conditional upon the granting by the Listing Committee of the Stock Exchange of a listing of and permission to deal in the Scrip Dividend Shares to be allotted and issued pursuant to the Scrip Dividend Scheme, for which the Company will make application.

It is expected that the relevant dividend warrants and share certificates will be posted to shareholders at the risk of those entitled thereto to their registered address on or about 1st March, 2005.

Shareholders should note that the Scrip Dividend Shares may give rise to notification requirements under Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) for those shareholders who may have notifiable interests in the Company. Shareholders who are in doubt as to how these provisions may affect them are recommended to seek their own professional advice.

A circular containing details of the Scrip Dividend Scheme (“Circular”) together with the Form of Election will be dispatch to the shareholders shortly.

Yours faithfully,
FUNG SIU TO, CLEMENT
Chairman

Hong Kong, 20th January, 2005

** for identification purposes only*

As of the date of this announcement, the Board of Directors of the Company comprises Mr. Fung Siu To Clement, Mr. Lim Yin Cheng, Mr. Poon Jing, Mr. Lun Pui Kan, Mr. Kwan Po Lam Phileas, Mr. Chan Sze Hung, Mr. Cheung Kwok Wah Ken[#], Mr. Wong Chi Keung[#] and Mr. Hung Yat Ming[#].

Independent Non-Executive Director