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*Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 10 October 2005 (the "Prospectus") issued by the Company.*



**安瑞科能源裝備控股有限公司**

**ENRIC ENERGY EQUIPMENT HOLDINGS LIMITED**

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

**(Stock code: 8289)**

**ANNOUNCEMENT  
EXERCISE OF OVER-ALLOTMENT OPTION**

The Company would like to announce that China Everbright Securities, as the Lead Manager and acting on behalf of the Underwriters, exercised the Over-allotment Option in full on 31 October 2005 to require the Company to issue an aggregate of 13,200,000 additional Shares ("Over-allotment Shares"), representing 11% of the total number of the Placing Shares initially available under the Placing, at the Placing Price of HK\$1.50 per Share (exclusive of brokerage fee, Stock Exchange trading fee, investor compensation levy and SFC transaction levy) to cover over-allocations in the Placing.

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Upon completion of the Capitalisation Issue, the Conversion and the Placing, the shareholding structure of the Company immediately before and after the issue of the Over-allotment Shares by the Company is summarised as follows:

Shareholder	Immediately before the issue of Over-allotment Shares		Immediately after the issue of Over-allotment Shares	
	Number of Shares	Approximate percentage of the Company's issued share capital	Number of Shares	Approximate percentage of the Company's issued share capital
<i>Initial Management Shareholder</i> XGII	234,144,000 <sup>(Note 1)</sup>	54.20%	234,144,000	52.59%
Mr. Wang	234,144,000	54.20%	234,144,000	52.59%
Ms. Zhao	234,144,000	54.20%	234,144,000	52.59%
<i>Significant Shareholder</i> Symbiospartners	26,016,000	6.02%	26,016,000	5.84%
Investec	51,840,000	12.00%	51,840,000	11.65%
<i>Public Shareholders</i>	120,000,000	27.78%	133,200,000 <sup>(Note 2)</sup>	29.92%
<b>Total</b>	<b>432,000,000</b>	<b>100.00%</b>	<b>445,200,000</b>	<b>100.00%</b>

*Note 1.* Including the 13,200,000 Shares lent by XGII to the Lead Manager pursuant to a stock borrowing agreement dated 17 October 2005 entered into between XGII and the Lead Manager. These Shares will be returned to XGII on or before 3 November 2005.

*Note 2.* Including the 13,200,000 Shares issued or to be issued by the Company pursuant to the exercise of the Over-allotment Option in full by China Everbright Securities (as the Lead Manager and on behalf of the Underwriters), representing approximately 3.1% of the total issued share capital of the Company immediately upon the Listing (without taking into account the Shares issued or to be issued by the Company under the Over-allotment Option) and approximately 3.0% of the total issued share capital of the Company immediately upon the issue of the Over-allotment Shares.

The aggregate net proceeds of approximately HK\$175.0 million from the issuance of 120,000,000 new Shares of approximately HK\$156.0 million together with the Over-allotment Shares of approximately HK\$19.0 million (after deducting the listing expenses) will be applied by the Company as follows:

- as to approximately HK\$99.0 million for enhancing the productivity of the Group through expanding and upgrading the Group's production and related facilities;
- as to approximately HK\$36.9 million for strengthening research and development capability of the Group to further develop key products and technologies;

- as to approximately HK\$17.4 million for expanding the Group's sales and marketing efforts by increasing sales offices and promotion;
- as to approximately HK\$4.2 million for upgrading the Group's business qualifications; and
- as to approximately HK\$17.5 million for general working capital of the Group.

Please refer to the section headed "Statement of business objectives and strategies – Reasons for the Placing and the use of proceeds" in the Prospectus for further description of the use of proceeds.

By order of the Board  
**Enric Energy Equipment Holdings Limited**  
**Wang Yusuo**  
*Chairman*

Hong Kong, 31 October 2005

*As at the date of this announcement, the executive Directors are Mr. Wang Yusuo, Mr. Cai Hongqiu, Mr. Yu Jianchao, Mr. Zhao Xiaowen and Mr. Zhou Kexing; the non-executive Director is Ms. Zhao Baoju; and the independent non-executive Directors are Mr. Gao Zhengping, Mr. Shou Binan and Mr. Wong Chun Ho.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the pages of "Latest Company Announcements" on the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting.*