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TEXWINCA HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(the “Company”)

PLACEMENT BY MAJOR SHAREHOLDER

The Major Shareholder agreed to sell a total of 66,000,000 shares of the Company to several funds, who are independent third parties, on 11th March, 2002.

This statement is made at the request of The Stock Exchange of Hong Kong Limited.

The Company has been informed by Farrow Star Limited (the “Major Shareholder”) that it agreed to sell a total of 66,000,000 shares of the Company (representing about 4.99% of the existing issued share capital of the Company) to several funds, who are independent third parties, at HK\$4 per share on 11th March, 2002. Completion will take place on 13th March, 2002.

The Major Shareholder is wholly-owned by a discretionary trust the beneficiaries of which include the family members of Mr. Poon Bun Chak, the Chairman of the Company. The shareholding of Mr. Poon Bun Chak and its associates (including the Major Shareholder) before and after the disposal is as follows:

Before disposal		After disposal	
Number of shares held	%	Number of shares held	%
835,720,104	63.15	769,720,104	58.16

The Major Shareholder effected the disposal in order to broaden and strengthen the shareholder base of the Company.

The Company has noted today’s increase in the trading volume of the shares of the Company. The total trading volume of 64,850,000 shares of the Company recorded on The Stock Exchange of Hong Kong Limited today included 63,000,000 shares agreed to be sold by the Major Shareholder (about 97.15% of today’s total trading volume of shares of the Company).

Save as disclosed above, the Company is not aware of any reason for such increase in the trading volume of the shares of the Company.

The Company also confirms that there are no negotiations or agreements relating to intended acquisitions or realisations which are discloseable under paragraph 3 of the Listing Agreement, neither is the Board aware of any matter discloseable under the general obligation imposed by paragraph 2 of the Listing Agreement, which is or may be of a price-sensitive nature.

Made by the order of the Board of the Company the directors of which individually and jointly accept responsibility for the accuracy of this statement.

By order of the Board
Ting Kit Chung
Director

Hong Kong, 11th March, 2002

*Please also refer to the published version of this announcement in
Hong Kong iMail and Sing Tao Daily.*