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PRIME INVESTMENTS HOLDINGS LIMITED

(incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 721)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of shareholders of Prime Investments Holdings Limited (the “**Company**”) will be held at Suite 504, 5/F, Chinachem Tower, 34-37 Connaught Road Central, Hong Kong, on Tuesday, 12 June 2007 at 2:00 p.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the subscription agreement dated 11 January 2007 as supplemented with the relevant supplemental agreements dated 31 March 2007 and 3 May 2007 respectively (together as the “**Subscription Agreement 1**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Ms. Wu Bao Liu as subscriber (the “**Subscriber 1**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 6,000,000 new shares (the “**1st Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 1 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 1st Subscription Shares, the allotment and issue of the 1st Subscription Shares to the Subscriber 1 pursuant to the Subscription Agreement 1 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 1 and the transactions contemplated thereunder.”

2. “**THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the “**Subscription Agreement 2**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Ms. Lei Hio Lai as subscriber (the “**Subscriber 2**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 10,100,000 new shares (the “**2nd Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 2 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 2nd Subscription Shares, the allotment and issue of the 2nd Subscription Shares to the Subscriber 2 pursuant to the Subscription Agreement 2 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 2 and the transactions contemplated thereunder.”

3. “**THAT**

- (a) the subscription agreement dated 11 January 2007 as supplemented with the relevant supplemental agreements dated 31 March 2007 and 3 May 2007 respectively (together as the “**Subscription Agreement 3**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Zhang Jian as subscriber (the “**Subscriber 3**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 1,000,000 new shares (the “**3rd Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 3 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 3rd Subscription Shares, the allotment and issue of the 3rd Subscription Shares to the Subscriber 3 pursuant to the Subscription Agreement 3 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 3 and the transactions contemplated thereunder.”

4. “**THAT**

- (a) the subscription agreement dated 11 January 2007 as supplemented with the relevant supplemental agreements dated 31 March 2007 and 3 May 2007 respectively (together as the “**Subscription Agreement 4**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Sam Zhu as subscriber (the “**Subscriber 4**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 4,550,000 new shares (the “**4th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 4 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 4th Subscription Shares, the allotment and issue of the 4th Subscription Shares to the Subscriber 4 pursuant to the Subscription Agreement 4 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 4 and the transactions contemplated thereunder.”

5. “**THAT**

- (a) the subscription agreement dated 11 January 2007 as supplemented with the relevant supplemental agreements dated 31 March 2007 and 3 May 2007 respectively (together as the “**Subscription Agreement 5**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Ms. Shen Lin as subscriber (the “**Subscriber 5**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 910,000 new shares (the “**5th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 5 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 5th Subscription Shares, the allotment and issue of the 5th Subscription Shares to the Subscriber 5 pursuant to the Subscription Agreement 5 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 5 and the transactions contemplated thereunder.”

6. “**THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the “**Subscription Agreement 6**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and GEV Investments (Hong Kong) Limited as subscriber (the “**Subscriber 6**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 27,100,000 new shares (the “**6th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 6 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 6th Subscription Shares, the allotment and issue of the 6th Subscription Shares to the Subscriber 6 pursuant to the Subscription Agreement 6 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 6 and the transactions contemplated thereunder.”

7. “**THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the “**Subscription Agreement 7**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Chen Kang as subscriber (the “**Subscriber 7**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 13,636,363 new shares (the “**7th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 7 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 7th Subscription Shares, the allotment and issue of the 7th Subscription Shares to the Subscriber 7 pursuant to the Subscription Agreement 7 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 7 and the transactions contemplated thereunder.”

8. “**THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the “**Subscription Agreement 8**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Ms. Li Xiao Ping as subscriber (the “**Subscriber 8**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 4,000,000 new shares (the “**8th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 8 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 8th Subscription Shares, the allotment and issue of the 8th Subscription Shares to the Subscriber 8 pursuant to the Subscription Agreement 8 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 8 and the transactions contemplated thereunder.”

9. **“THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the **“Subscription Agreement 9”**, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Ms. Yang Li Fang as subscriber (the **“Subscriber 9”**) pursuant to which the Company shall conditionally allot and issue an aggregate of 5,000,000 new shares (the **“9th Subscription Shares”**) of HK\$0.01 in the share capital of the Company to the Subscriber 9 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 9th Subscription Shares, the allotment and issue of the 9th Subscription Shares to the Subscriber 9 pursuant to the Subscription Agreement 9 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 9 and the transactions contemplated thereunder.”

10. **“THAT**

- (a) the subscription agreement dated 11 January 2007 as supplemented with the relevant supplemental agreements dated 31 March 2007 and 3 May 2007 respectively (together as the **“Subscription Agreement 10”**, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Ms. Wu Juan as subscriber (the **“Subscriber 10”**) pursuant to which the Company shall conditionally allot and issue an aggregate of 2,980,000 new shares (the **“10th Subscription Shares”**) of HK\$0.01 in the share capital of the Company to the Subscriber 10 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 10th Subscription Shares, the allotment and issue of the 10th Subscription Shares to the Subscriber 10 pursuant to the Subscription Agreement 10 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 10 and the transactions contemplated thereunder.”

11. **“THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the **“Subscription Agreement 11”**, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Liao Bo as subscriber (the **“Subscriber 11”**) pursuant to which the Company shall conditionally allot and issue an aggregate of 4,550,000 new shares (the **“11th Subscription Shares”**) of HK\$0.01 in the share capital of the Company to the Subscriber 11 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 11th Subscription Shares, the allotment and issue of the 11th Subscription Shares to the Subscriber 11 pursuant to the Subscription Agreement 11 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 11 and the transactions contemplated thereunder.”

12. **“THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the **“Subscription Agreement 12”**, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Liu Qiu Sheng as subscriber (the **“Subscriber 12”**) pursuant to which the Company shall conditionally allot and issue an aggregate of 1,363,636 new shares (the **“12th Subscription Shares”**) of HK\$0.01 in the share capital of the Company to the Subscriber 12 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 12th Subscription Shares, the allotment and issue of the 12th Subscription Shares to the Subscriber 12 pursuant to the Subscription Agreement 12 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 12 and the transactions contemplated thereunder.”

13. **“THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the **“Subscription Agreement 13”**, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and China Water Investments Limited as subscriber (the **“Subscriber 13”**) pursuant to which the Company shall conditionally allot and issue an aggregate of 68,181,818 new shares (the **“13th Subscription Shares”**) of HK\$0.01 in the share capital of the Company to the Subscriber 13 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 13th Subscription Shares, the allotment and issue of the 13th Subscription Shares to the Subscriber 13 pursuant to the Subscription Agreement 13 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 13 and the transactions contemplated thereunder.”

14. **“THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 2 May 2007 (together as the **“Subscription Agreement 14”**, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Fung Cheuk Nang, Clement as subscriber (the **“Subscriber 14”**) pursuant to which the Company shall conditionally allot and issue an aggregate of 31,818,182 new shares (the **“14th Subscription Shares”**) of HK\$0.01 in the share capital of the Company to the Subscriber 14 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 14th Subscription Shares, the allotment and issue of the 14th Subscription Shares to the Subscriber 14 pursuant to the Subscription Agreement 14 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 14 and the transactions contemplated thereunder.”

15. “**THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the “**Subscription Agreement 15**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Upkeep Properties Limited as subscriber (the “**Subscriber 15**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 25,000,000 new shares (the “**15th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 15 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 15th Subscription Shares, the allotment and issue of the 15th Subscription Shares to the Subscriber 15 pursuant to the Subscription Agreement 15 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 15 and the transactions contemplated thereunder.”

16. “**THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the “**Subscription Agreement 16**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. You Tao as subscriber (the “**Subscriber 16**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 25,909,090 new shares (the “**16th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 16 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 16th Subscription Shares, the allotment and issue of the 16th Subscription Shares to the Subscriber 16 pursuant to the Subscription Agreement 16 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 16 and the transactions contemplated thereunder.”

17. “**THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the “**Subscription Agreement 17**”, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Liu Wai Tao as subscriber (the “**Subscriber 17**”) pursuant to which the Company shall conditionally allot and issue an aggregate of 10,000,000 new shares (the “**17th Subscription Shares**”) of HK\$0.01 in the share capital of the Company to the Subscriber 17 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 17th Subscription Shares, the allotment and issue of the 17th Subscription Shares to the Subscriber 17 pursuant to the Subscription Agreement 17 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 17 and the transactions contemplated thereunder.”

18. **“THAT**

- (a) the subscription agreement dated 20 April 2007 as supplemented with the relevant supplemental agreement dated 3 May 2007 (together as the **“Subscription Agreement 18”**, copies of which have been produced at the meeting and signed by the chairman of the Company for the purpose of identification) as referred in the circular of the Company dated 28 May 2007 and entered into between the Company as issuer and Mr. Chen Jian as subscriber (the **“Subscriber 18”**) pursuant to which the Company shall conditionally allot and issue an aggregate of 15,909,091 new shares (the **“18th Subscription Shares”**) of HK\$0.01 in the share capital of the Company to the Subscriber 18 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 18th Subscription Shares, the allotment and issue of the 18th Subscription Shares to the Subscriber 18 pursuant to the Subscription Agreement 18 be and is hereby approved; and
- (c) any director be and is hereby authorised to do all such acts and things and execute such documents and take all such steps which in his or her opinion may be necessary, desirable or expedient in connection with the Subscription Agreement 18 and the transactions contemplated thereunder.”

By the order of the Board
Prime Investments Holdings Limited
Wang Wen Xia
Director, CEO

Hong Kong, 28 May 2007

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place
of business in Hong Kong:
Suite 504, 5/F
Chinachem Tower
34 -37 Connaught Road Central
Hong Kong

Notes:

1. A member entitled to attend and vote at the SGM is entitled to appoint one or more proxy to attend and, subject to the provisions of the bye-laws of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. A form of proxy for use at the SGM is enclosed with the circular of the Company dated 28 May 2007. Whether or not you intend to attend the SGM in person, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the SGM or any adjournment thereof, should he so wish.
3. In order to be valid, the form of proxy, together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority must be deposited at the Company’s branch share registrar in Hong Kong, Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
4. In the case of joint holders of shares, any one of such holders may vote at the SGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

As at the date of this announcement, the Board comprises Ms. Wang Wen Xia and Mr. Pong Po Lam, Paul being the Executive Directors, Mr. Lan Ning, Dr. Chan Po Fun, Peter and Mr. Ding Xiaobin being the Non-Executive Directors and Dr. Cheung Wai Bun, Charles, Mr. Zhang Yong and Mr. Gu Qiu Rong being the Independent Non-Executive Directors.

Please also refer to the published version of this announcement in The Standard.