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**SINO-TECH INTERNATIONAL HOLDINGS LIMITED**  
**泰豐國際集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 724)**

**NOTICE OF CONVERSION**

The board of directors (the “Board”) of Sino-Tech International Holdings Limited (the “Company”) announces that the Company received notices on 14 October 2010 from three convertible note holders (the “Noteholders”) to convert convertible notes issued by the Company in a total principal amount of HK\$120,000,000 into 1,000,000,000 new shares of the Company (the “Conversion Shares”) ranking *pari passu* with all other issued shares of the Company, representing approximately 12.2% of the issued share capital of the Company as enlarged by the Conversion Shares. The Conversion Shares will be issued and delivered to the Noteholders within 14 business days from 14 October 2010 in accordance with the terms and conditions of the convertible notes.

To the Board’s best knowledge, information and belief, and having made all reasonable enquiries, none of the Noteholders is a connected person of the Company, as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. After the conversion, each of the Noteholders will individually own less than 5% (directly or indirectly) of the Company’s entire issued share capital. Each of the Noteholders has confirmed that he/she will not be obliged to make a mandatory general offer pursuant to Rule 26 of the Hong Kong Code on Takeovers and Mergers (“Takeovers Code”) upon issuance of the Conversion Shares to them taking into account the Conversion Shares and all shares of the Company currently held by them and their respective associates (as defined in the Takeovers Code) and

*\* For identification purpose*

their respective persons acting in concert (as defined in the Takeovers Code).

Upon issuance of the Conversion Shares, the total number of shares issued by the Company will be increased from 7,182,789,500 to 8,182,789,500.

**Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.**

By Order of the Board  
**Sino-Tech International Holdings Limited**  
**Huang Hanshui**  
*Executive Director*

Hong Kong, 14 October 2010

*As at the date of this announcement, the board of directors of the Company comprises Mr. Li Weimin, Mr. Wang Jianzhi, Mr. Lam Yat Keung and Mr. Huang Hanshui as executive directors; Academician Liu Renhuai and Mr. Xin Luo Lin as non-executive directors; and Mr. Ho Chi Fai, Ms. Liu Yanfang and Professor Ma Hongwei as independent non-executive directors.*