This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.

The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited (the "HKSCC") take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Unless otherwise defined herein, capitalised terms used in this announcement have the same meanings as defined in the prospectus (the "Prospectus") of EVA Precision Industrial Holdings Limited (the "Company") dated 29 April 2005.

In connection with the Share Offer, the Joint Lead Managers (for themselves and on behalf of the Placing Underwriters) may exercise the Over-allotment Option (and require the Company to allot and issue the Over-allotment Shares) and over-allocate up to 19,500,000 additional Shares representing 15% of the sum of the Public Offer Shares and Placing Shares. Such overallocations may be satisfied by the Placing Underwriters by exercising the Over-allotment Option in full or in part, at any time up to 30 days after the date of the Prospectus or by purchasing Shares in the secondary market. In addition, the Joint Lead Managers may (for themselves and on behalf of the Underwriters) effect transactions which stabilise or maintain the market price of the Shares at levels other than those which might otherwise prevail but which are not higher than the Offer Price. However, there is no obligation for the Joint Lead Managers to do so. Any such over-allocation, purchase and stabilisation transactions will be made in compliance with all applicable laws and regulatory requirements. In the event that such Overallotment Option is exercised, a press announcement will be made.

The obligations of the Underwriters under the Underwriting Agreement to subscribe for, and to procure applicants for the subscription of, the Offer Shares are subject to termination by the Joint Lead Managers (acting on behalf of the Underwriters) upon occurrence of any of the events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong Time) on the day on which dealings in the Shares first commence on the Stock Exchange.



# **EVA Precision Industrial Holdings Limited**

## 億和精密工業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

### LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED PLACING AND PUBLIC OFFER

Number of Offer Shares: 130,000,000 Shares (subject to the Over-

allotment Option)

Number of Placing Shares : 117,000,000 Placing Shares (subject to

**Over-allotment Option and reallocation**)

Number of Public Offer Shares : 13,000,000 Public Offer Shares

(subject to reallocation)

Offer Price: HK\$1.10 per Share

Nominal Value : HK\$0.10 each

Stock Code: 0838

#### **Joint Sponsors**





#### **Joint Lead Managers**





#### **Underwriters**

SBI E2-Capital Securities Limited Grand Vinco Capital Limited TIS Securities (HK) Limited Barits Securities (Hong Kong) Limited Sinomax Securities Limited Worldwide Finance (Securities) Limited

**YF Securities Company Limited** 

Application has been made to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares of HK\$0.10 each in the share capital of the Company in issue and to be issued as described in the Prospectus and of the application forms relating thereto, including any Shares which may be issued pursuant to the exercise of any option which may be granted under the Share Option Scheme and pursuant to the exercise of the Overallotment Option. Dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:30 a.m. on 11 May 2005. Subject to the granting of the listing of, and permission to deal in, the Shares on the Main Board of the Stock Exchange, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in the Central Clearing and Settlement System ("CCASS") with effect from the commencement date of dealings in the Shares on the Main Board of the Stock Exchange or such other date as determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time.

The Share Offer comprises the Placing and the Public Offer. A total of 130,000,000 Shares ("Offer Shares") will be initially made available under the Share Offer, of which 117,000,000 Shares (the "Placing Shares"), representing 90% of the Offer Shares initially available under the Share Offer, will be conditionally placed with selected professional, institutional and other investors. The remaining 13,000,000 Shares (the "Public Offer Shares"), representing 10% of the Offer Shares initially available under the Share Offer, will be offered to members of the public in Hong Kong under the Public Offer.

For allocation purposes only, the Public Offer Shares (after taking into account any reallocation of Offer Shares between the Placing and the Public Offer referred to below) will be divided equally into two pools: pool A and pool B. The Public Offer Shares in pool A will initially consist of 6,500,000 Shares and will be allocated on an equitable basis to successful applicants who have applied for Public Offer Shares with a total subscription amount (excluding amounts of brokerage, SFC transaction levy, the SFC investor compensation levy and the Stock Exchange trading fee payable) of HK\$5 million or less. The Public Offer Shares in pool B will initially consist of 6,500,000 Shares and will be allocated on an equitable basis to successful applicants who have applied for Public Offer Shares with a total subscription amount (excluding amounts of brokerage, Stock Exchange trading fee, SFC transaction levy and SFC investor compensation levy) of more than HK\$5 million and up to the total value of pool B. Applicants should be aware

that applications in pool A and applications in pool B may receive different allocation ratios. If Public Offer Shares in one pool (but not both pools) are under-subscribed, the surplus Public Offer Shares will be transferred to the other pool to satisfy demand in that pool and be allocated accordingly. Applicants can only receive an allocation of Public Offer Shares from either pool A or pool B but not from both pools and may only apply for Public Offer Shares in either pool A or pool B.

The initial allocation of the Offer Shares between the Public Offer and the Placing is subject to re-allocation depending on the level of subscription of the Public Offer. The number of Offer Shares will be re-allocated to the Public Offer on the following basis: (1) if the number of Offer Shares validly applied for under the Public Offer represents 15 times or more but less than 50 times of the number of Offer Shares initially available for subscription under the Public Offer, then Offer Shares will be reallocated to the Public Offer from the Placing, so that the total number of Offer Shares available under the Public Offer will be 39,000,000 Offer Shares (representing 30% of the total number of the Offer Shares initially available under the Share Offer, assuming that the Over-allotment Option is not exercised); (2) if the number of Offer Shares validly applied for under the Public Offer represents 50 times or more but less than 100 times of the number of Offer Shares initially available for subscription under the Public Offer, then the number of Offer Shares to be reallocated to the Public Offer from the Placing will be increased so that the total number of Offer Shares available under the Public Offer will be 52,000,000 Offer Shares (representing 40% of the total number of Offer Shares initially available under the Share Offer, assuming that the Over-allotment Option is not exercised); and (3) if the number of Offer Shares validly applied for under the Public Offer represents 100 times or more of the number of Offer Shares initially available for subscription under the Public Offer, then the number of Offer Shares to be reallocated to the Public Offer from the Placing will be increased so that the total number of Offer Shares available under the Public Offer will be 65,000,000 Offer Shares (representing 50% of the total number of the Offer Shares initially available under the Share Offer, assuming that the Over-allotment Option is not exercised).

If the Public Offer is not fully subscribed, the Joint Lead Managers (for themselves and on behalf of the Underwriters) have the authority to reallocate all or any unsubscribed Public Offer Shares originally included in the Public Offer to the Placing, in such number as they deem appropriate, provided that there is sufficient demand under the Placing to take up such reallocated Offer Shares. If the Placing is not fully subscribed, the Joint Lead Managers, for themselves and on behalf of the Underwriters, have the authority to reallocate all or any unsubscribed Placing Shares originally included in the Placing to the Public Offer, in such number as they deem appropriate, provided that there is sufficient demand under the Public Offer to take up such reallocated Offer Shares. Details of any reallocation of Offer Shares between the Public Offer and the Placing will be disclosed in the allotment results announcement, which is expected to be made on or around Tuesday, 10 May 2005.

Only one application on a **WHITE** or **YELLOW** application form may be made for the benefit of any person.

Multiple or suspected multiple applications, or applications where cheques are dishonoured upon first presentation (or, at the discretion of the Joint Lead Managers, upon subsequent presentation), will be rejected. All of your applications will be rejected as multiple applications if you, or you and your joint applicants together, or any of your joint applicants:

- make more than one application on a **WHITE** or **YELLOW** application form; or
- apply on one **WHITE** or **YELLOW** application form for more than 6,500,000 Public Offer Shares, being 100% of the Public Offer Shares initially available in either pool A or pool B of the Public Offer; or
- have been allotted or will be allotted with the Placing Shares under the Placing; or
- apply for, take up or have indicated an interest in any Placing Shares.

In addition, applicants are required to undertake and confirm that they or the relevant beneficial owner(s) have not indicated and will not indicate an interest for, and have not received or been placed or allotted (including conditionally and/or provisionally) with, any Placing Shares in the Placing.

The Share Offer is subject to the conditions stated in the paragraph headed "Conditions of the Share Offer" in the section headed "Structure of the Share Offer" in the Prospectus. If the Share Offer does not become unconditional on or before the dates and times specified in the Underwriting Agreement (unless and to the extent such conditions are validly waived on or before such dates and times) and in any event no later than 29 May 2005, all application moneys received under the Public Offer will be refunded, without interest, to the applicants on the terms set out under the section headed "Refund of your application money" on the related application forms. It is intended that special efforts will be made to avoid any undue delay in refunding application money where appropriate.

No temporary document of title will be issued in respect of the Public Offer Shares. No receipt will be issued for sums paid on application. Application for the Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related application forms. Applicants who would like the Public Offer Shares to be issued in their names should complete the WHITE application forms. Applicants who would like the Public Offer Shares to be issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS investor participant stock accounts or the stock accounts of their designated CCASS participants should complete the YELLOW application forms, copies of which, together with the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 April 2005, to 12:00 noon on Thursday, 5 May 2005 at the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong or the Customer Service Centre of HKSCC at Upper Ground Floor, V-Heun Building, 128-140 Queen's Road Central, Hong Kong. Copies of the WHITE application forms together with the Prospectus are available during normal business hours during the same period from:

1. CAF Securities Company Limited, 13th Floor, Fairmont House, 8 Cotton Tree Drive, Central, Hong Kong;

- 2. SBI Crosby Limited, Suites 3711-3715 Jardine House, One Connaught Place, Central, Hong Kong;
- 3. Barits Securities (Hong Kong) Limited, Room 3406, 34/F., Edinburgh Tower, The Landmark, 15 Queen's Road Central, Hong Kong;
- 4. Grand Vinco Capital Limited, Room 4909-4910, The Center, 99 Queen's Road Central, Central, Hong Kong;
- 5. Sinomax Securities Limited, Room 1601, 16th Floor, Far East Finance Centre, 16 Harcourt Road Central, Hong Kong;
- 6. Worldwide Finance (Securities) Limited, 16th Floor, Guangdong Investment Tower, 148 Connaught Road Central, Hong Kong;
- 7. YF Securities Company Limited, 11/F., CMA Building, 64-66 Connaught Road Central, Hong Kong;
- 8. any one of the following branches of DBS Bank (Hong Kong) Limited:

Hong Kong Island:	Head Office	G/F, The Center, 99 Queen's Road Central, Central
	United Centre Branch	1/F, United Centre, 95 Queensway, Admiralty
	Sheung Wan Branch	G/F, 259-265 Des Voeux Road Central, Sheung Wan
	North Point Branch	G/F, 391 King's Road, North Point
Kowloon:	Nathan Road Branch	G/F, 742-744 Nathan Road, Mongkok
	Tsimshatsui Branch	G/F, 22-24 Cameron Road, Tsimshatsui
	Yue Man Square Branch	Shop 3-5 & G/F, Mido Mansion, 51-63 Yue Man Square, Kwun Tong
<b>New Territories:</b>	Yuen Long Branch	G/F, 1-5 Tai Tong Road, Yuen Long
	New Town Plaza Branch	Shop No. 533, Level 5, New Town Plaza Phase 1, Shatin
	Tsuen Wan Branch	G/F, 23 Chung On Street, Tsuen

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Both WHITE and YELLOW application forms, duly completed in all respects, to which cheques or banker's cashier orders should be securely stapled, should be deposited in the special collection boxes provided at any one of the branches of DBS Bank (Hong Kong) Limited as referred to above on the following dates during the following times:

Friday, 29 April 2005 : 9:00 a.m. to 4:00 p.m.
Saturday, 30 April 2005 : 9:00 a.m. to 12:00 noon
Tuesday, 3 May 2005 : 9:00 a.m. to 4:00 p.m.
Wednesday, 4 May 2005 : 9:00 a.m. to 4:00 p.m.
Thursday, 5 May 2005 : 9:00 a.m. to 12:00 noon

Subject to the terms and conditions set out in the Prospectus and the related application forms, applications must be received by no later than 12:00 noon on Thursday, 5 May 2005 (or such later date as may apply in the case of a tropical cyclone warning signal No. 8 or above or a "black" rainstorm warning being in force as described in the paragraph headed "Effect of bad weather on the opening of the application lists" in the section headed "How to apply for the Public Offer Shares" in the Prospectus).

Applicants who apply for 1,000,000 Public Offer Shares or more on WHITE or YELLOW application forms and have indicated on the application forms that they wish to collect share certificates (where applicable) and/or refund cheques (where relevant) personally, may collect them in person from the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, between 9:00 a.m. and 1:00 p.m. on the date as described in the paragraph headed "Despatch and collection of share certificates and, or, refund cheques and deposit of share certificates into CCASS" in the section headed "How to apply for the Public Offer Shares" in the Prospectus. Applicants being individuals who opt for personal collection must not authorise any other person to make their collection on their behalf. An applicant being a corporation which opts for personal collection must attend by its authorised representative(s) bearing letter(s) of authorisation from such corporation stamped with the corporation's chop. Both individuals and authorized representatives, where relevant, must produce at the time of collection evidence of identity acceptable to Computershare Hong Kong Investor Services Limited. Uncollected share certificates and/or refund cheques, will be despatched by ordinary post at the applicants' own risk to the addresses specified in the relevant application forms. Further information is set out under the section headed "How to apply for the Public Offer Shares" in the Prospectus. Share certificates for the Offer Shares are expected to be issued on 10 May 2005 but will only become valid certificates of the title after 8:00 a.m. on 11 May 2005 provided that (i) the Share Offer has become unconditional in all respects and (ii) the right of termination as described in the section headed "Underwriting" in the Prospectus has not been exercised. If the Underwriting Agreement does not become unconditional or is terminated in accordance with the terms therein, the Company will make an announcement as soon as possible.

If the applicants have applied for the Public Offer Shares on a YELLOW application form and their applications are wholly or partially successful, their Share certificate(s) will be issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS investor participant stock accounts or their designated CCASS participant's stock accounts as instructed by them at the close of business on Tuesday, 10 May 2005, or under contingent situation on any other date determined by HKSCC or HKSCC Nominees Limited. If

they are applying through a designated CCASS participant, they can check the number of Public Offer Shares allotted to them with that CCASS participant. If they are applying as a CCASS investor participant, they can check the result of their applications in the announcement to be published by the Company on or about Tuesday, 10 May 2005 and their new account balances via the CCASS Phone System and the CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time) immediately after the credit of the Public Offer Shares to their stock account. HKSCC will also make available to them activity statements showing the number of Public Offer Shares credited to their stock accounts.

If any application is rejected, not accepted or accepted in part only, or if the conditions of the Share Offer described in the paragraph headed "Conditions of the Share Offer" under the section headed "Structure of the Share Offer" in the Prospectus are not fulfilled in accordance with their terms or if any application is revoked or any allotment pursuant thereto has become void, the application money, together with the related brokerage, the Stock Exchange trading fee, the SFC transaction levy and the SFC investor compensation levy, will be refunded without interest.

Announcement of the final Offer Price, the indication of the level of interests in the Placing, results of applications and basis of allocation of the Public Offer and the number of Offer Shares, if any, reallocated between the Placing and the Public Offer, the identification document numbers of successful applicants and the timing for the collection/despatch of Share certificates and/or refund cheques (if any) are expected to be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on or before Tuesday, 10 May 2005.

By order of the Board

EVA Precision Industrial Holdings Limited

Zhang Hwo Jie

Chairman

Hong Kong, 29 April 2005

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Zhang Hwo Jie, Mr. Zhang Yaohua and Mr. Nomo Kenshiro, and three independent non-executive Directors namely Mr. Choy Tak Ho, Mr. Lui Sun Wing and Mr. Chan Wai Dune.