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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in Ju Teng International Holdings Limited, you should at once hand this circular to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.



巨騰國際控股有限公司

JU TENG INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 3336)

**DISCLOSEABLE TRANSACTION
ACQUISITION OF 57.22% INTEREST IN
GOLD CONNECTION LIMITED**

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DEFINITIONS

In this circular, unless the context requires otherwise, the following expressions have the following meanings:

“Acquisition”	the acquisition of the Sale Shares by the Purchaser from the Vendors
“Acquisition Agreement”	a sale and purchase agreement entered into between the Purchaser and the Vendors on 15 May 2008 in connection with the Acquisition
“Board”	board of Directors
“Company”	Ju Teng International Holdings Limited, a company incorporated in the Cayman Islands with limited liability and whose shares having a par value of HK\$0.10 each are listed on the main board of the Stock Exchange
“Completion”	completion of the Acquisition in accordance with the Acquisition Agreement
“Consideration”	an aggregate consideration of US\$10,756,940.35 for the acquisition of the Sale Shares
“Directors”	the directors of the Company
“Gold Connection”	Gold Connection Limited, a company incorporated in Samoa with limited liability, the entire issued capital of which was owned as to 71.81% by the Vendors, 18.27% by a wholly owned subsidiary of Wistron and 9.92% by a company which is independent of the Company, its subsidiaries and its connected persons
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	17 May 2008, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange

DEFINITIONS

“PRC”	the People’s Republic of China
“Purchaser”	Giant Glory International Limited, a company incorporated in Samoa which is a wholly-owned subsidiary of the Company
“Sale Shares”	the aggregate of 7,694,521 ordinary shares of US\$1 each in the share capital of Gold Connection, representing 57.22% of the issued share capital of Gold Connection
“Shareholder”	shareholder of the Company
“Shares”	shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollars, the lawful currency of the United States of America
“Vendors”	SJ Technology Incorporated, San Ho Paper & Carton Co., Ltd., Glistar International Ltd., Cheng Fwa Industrial Co., Ltd. and 12 individuals
“Wistron”	Wistron Corporation, a company incorporated in Taiwan and a connected person of the Company by virtue of it being a substantial shareholder of Mindforce Holdings Limited, a 71%-owned indirect subsidiary of the Company
“%”	per cent.

LETTER FROM THE BOARD



巨騰國際控股有限公司
JU TENG INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 3336)

Executive Directors:

Mr. Cheng Li-Yu
Mr. Cheng Li-Yen
Mr. Huang Kuo-Kuang
Mr. Hsieh Wan-Fu
Mr. Lo Jung-Te
Mr. Tsui Yung Kwok

Independent non-executive Directors:

Mr. Yu Chwo-Ming
Mr. Tsai Wen-Yu
Mr. Yip Wai Ming

Registered office:

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place
of business in Hong Kong:*

Suites 3311-3312
Jardine House
1 Connaught Place
Central
Hong Kong

23 May 2008

To the Shareholders

Dear Sir or Madam

**DISCLOSEABLE TRANSACTION
ACQUISITION OF 57.22% INTEREST IN
GOLD CONNECTION LIMITED**

1. INTRODUCTION

On 16 May 2008, the Board announced that the Purchaser, a wholly-owned subsidiary of the Company, entered into the Acquisition Agreement with the Vendors for the acquisition of 57.22% interest in the share capital of Gold Connection, a company incorporated in Samoa with limited liability which together with its subsidiaries, are principally engaged in the manufacture and sale of computer parts and peripherals.

The purpose of this circular is to provide you with information in relation to the Acquisition, the Acquisition Agreement and other information as required under the Listing Rules.

LETTER FROM THE BOARD

2. THE ACQUISITION AGREEMENT DATED 15 MAY 2008

Parties

Purchaser: Giant Glory International Limited, a wholly-owned subsidiary of the Company.

Vendors: SJ Technology Incorporated, San Ho Paper & Carton Co., Ltd., Glister International Ltd., Cheng Fwa Industrial Co., Ltd. and 12 individuals

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, each of the Vendors and their ultimate beneficial owners are third parties independent of the Company, its subsidiaries and their connected persons. SJ Technology Incorporated, San Ho Paper & Carton Co., Ltd., Glister International Ltd. and Cheng Fwa Industrial Co., Ltd. are investment holding companies.

Assets to be acquired

The Sale Shares, representing 57.22% of the issued share capital of Gold Connection. The changes of shareholding of the Vendors in Gold Connection are set out below:

Name of Vendors	Percentage of interest before the Acquisition	Percentage of interest sold in the Acquisition	Percentage of interest after the Acquisition
SJ Technology Incorporated	18.04%	3.45%	14.59%
San Ho Paper & Carton Co., Ltd.	0.86%	0.86%	—
Shih Hsing-Erh	3.10%	3.10%	—
Chen Yang-Ming	6.84%	6.84%	—
Chang Tzu-Hsin	6.84%	6.84%	—
Wang Kuei-Pin	2.21%	2.21%	—
Chang Chen Man-Tsu	2.21%	2.21%	—
Hu Chung-Nan	2.21%	2.21%	—
Chen Chin-Chuan	2.21%	2.21%	—
Chu Hung-Sheng	2.21%	2.21%	—
Wang Wen-Cheng	2.67%	2.67%	—
Chiang Shih-Jung	2.18%	2.18%	—
Chin Chia-Sheng	1.67%	1.67%	—
Glister International Ltd.	5.73%	5.73%	—
Huang Wen-Tsai	1.71%	1.71%	—
Cheng Fwa Industrial Co., Ltd.	11.12%	11.12%	—
Total	71.81%	57.22%	14.59%

LETTER FROM THE BOARD

Consideration

The aggregate Consideration for the Acquisition was US\$10,756,940.35. The Group has paid an aggregate of US\$2,151,388.07 to the Vendors as deposit, and will be applied toward payment of part of the Consideration upon Completion. The balance of the Consideration of US\$8,605,552.28 shall be payable by the Group in cash at Completion.

The Consideration was determined after arm-length's negotiations between the Group and the Vendors with reference to the audited consolidated net asset value of approximately US\$18,168,000 as at 31 December 2007 and the market potential of the business of Gold Connection and its subsidiaries and their existing and expected continual growth.

The Consideration will be financed by the internal resources of the Group.

Conditions precedent

Completion is conditional upon the following conditions being fulfilled or, as the case may be, waived:

- (i) the Vendors having obtained all necessary approval and consent with respect to the transfer of the Sale Shares and the transaction contemplated under the Acquisition Agreement in accordance with the laws of Samoa and other relevant laws and regulations;
- (ii) the Purchaser having received a legal opinion from legal counsel in the PRC acceptable to the Purchaser, in the form and substance to the satisfaction of the Purchaser;
- (iii) the existing shareholders of Gold Connection having renounced their respective pre-emptive rights (if any) with respect to the Sale Shares;
- (iv) none of the warranties and representations of the Vendor contained in the Acquisition Agreement having been breached in any material respect; and
- (v) the Purchaser having completed its financial, accounting, business and legal due diligence on Gold Connection and its subsidiaries to its satisfaction and such due diligence do not reveal any material breach of the warranties and representations of the Vendors contained in the Acquisition Agreement, or is misleading or untrue in any material respect.

None of the conditions set out above can be waived by the Group. As at the Latest Practicable Date, none of the conditions above has been fulfilled.

LETTER FROM THE BOARD

If any of the conditions set out above has not been satisfied on or before 31 May 2008 or such later date as the Purchaser may agree, the Acquisition Agreement shall cease and determine and the Vendors are required to repay the deposit to the Purchaser within three business days thereafter, without interest. Save as aforesaid and without prejudice to parties' rights in respect of any antecedent breach of the terms of the Acquisition Agreement, none of the parties shall have any obligations and liabilities towards each other (except in respect of the refund of deposit by the Vendors and the confidentiality provisions thereof).

Completion

Completion shall take place on the seventh business days after fulfillment of the conditions set out in the paragraph above or such other date as the Vendor and the Purchaser may agree.

3. INFORMATION ON GOLD CONNECTION

Gold Connection is a private company incorporated in Samoa on 8 January 1998 with limited liability, having an authorised share capital of US\$20,000,000 divided into 20,000,000 shares of US\$1 each, 13,447,128 shares of which have been issued and are fully paid and were beneficially owned as to 71.81% by the Vendors, 18.27% by a wholly owned subsidiary of Wistron and 9.92% by a company which is independent of the Company, its subsidiaries and its connected persons. None of the Vendors, the shareholders of the remaining 28.19% interest in Gold Connection, their respective ultimate beneficial owners, associates or representatives will be appointed as directors of the Company or its subsidiaries upon Completion.

Gold Connection, together with its subsidiaries, are principally engaged in the manufacturing and sale of computer parts and peripherals.

Based on the audited consolidated accounts of Gold Connection which have been prepared in accordance with generally accepted accounting principles in Taiwan, the consolidated net asset value of Gold Connection was approximately US\$18,168,000 as at 31 December 2007. For the year ended 31 December 2007, the consolidated net profit before and after taxation and extraordinary items of Gold Connection amounted to approximately US\$77,000 and approximately US\$76,000 respectively. For the year ended 31 December 2006, the consolidated net profit before and after taxation and extraordinary items of Gold Connection amounted to approximately US\$1,600,000 and approximately US\$1,602,000 respectively.

Upon Completion, Gold Connection will be held as to 57.22% by the Group and will become an indirect non-wholly owned subsidiary of the Company, and its financial results will be consolidated into the accounts of the Company.

LETTER FROM THE BOARD

4. REASONS FOR AND BENEFITS OF THE ACQUISITION

The Group has been principally engaged in the manufacturing and sale of notebook computer casings, parts and other related materials. As apart of its strategy, the Group has been constantly appraising opportunities in expanding its business in the manufacturing of casings for other consumer electronic products. The Board is of the view that the Acquisition is a good opportunity for the Group to increase its production capacity and business by taking the leverage on the existing production facilities, clientele and earning potential of Gold Connection. Wistron, which is one of the major original design manufacturers in the world focusing on information and communication technology products, is the largest customer of Gold Connection and also hold approximately 18.27% of the issued share capital in Gold Connection as at the Latest Practicable Date. As Wistron is also a LCD TV supplier to several leading brand names, the Directors believe that the Group can leverage from the strategic relationship with Wistron and take advantage of the growing LCD TV outsourcing trend. While the Group's existing production plants in Jiangsu province will continue to focus on the manufacturing of notebook computer casing, the production base of Gold Connection in Zhongshan will become the Group's manufacturing arm for LCD TV casing. As the Group is able to diversify to LCD TV casing by leveraging at its relationship with existing customers and utilization of its specialized technological know-how in casing manufacturing, the Directors believe that the Group would be able to capture the business opportunities arising from the expected growing demand of LCD TV and the manufacture of LCD TV casing will become the Group's new growth driver.

The Directors (including the independent non-executive Directors) consider that the terms of the Acquisition Agreement and the Consideration are on normal commercial terms which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

5. FINANCIAL EFFECTS OF THE ACQUISITION

Upon completion of the Acquisition Agreement, Gold Connection will become an indirect non-wholly owned subsidiary of the Company and its results will be consolidated into the income statement of the Group for the financial period ending after Completion.

The Directors expect there will be no immediate material effect on the earnings and total assets of the Group after Completion. The aggregate Consideration for the Acquisition is US\$10,756,940.35, which is to be satisfied in cash. The cash consideration shall be financed by the internal resources of the Group. As such it is expected that the Acquisition will not have any material impact on the liabilities of the Group.

6. DISCLOSEABLE TRANSACTION

As the applicable percentage ratios (as calculated in accordance with Rule 14.07 of the Listing Rules) for the Acquisition are more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company under Rule 14.06 of the Listing Rules.

LETTER FROM THE BOARD

7. ADDITIONAL INFORMATION

Your attention is drawn to the additional information set out in the appendix to this circular.

Yours faithfully,

By order of the Board

JU TENG INTERNATIONAL HOLDINGS LIMITED

Cheng Li-Yu

Chairman

1. RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

2. DISCLOSURE OF INTERESTS

As at the Latest Practicable Date, the interests or short positions of the Directors and chief executive of the Company in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) (a) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers to be notified to the Company and the Stock Exchange, were as follows:

(i) Interests in Shares

Name of Director	Company/name of associated corporation	Capacity	Number and class of securities (Note 1)	Approximate percentage of shareholding
Mr. Cheng Li-Yu	The Company	Founder of a discretionary trust	273,556,986 Shares (L) (Note 2)	27.36%
	The Company	Beneficial owner	36,778,000 Shares (L)	3.68%
	The Company	Interest of spouse	10,518,046 Shares (L) (Note 3)	1.05%
Mr. Cheng Li-Yen	The Company	Beneficiary of a trust	273,556,986 Shares (L) (Note 2)	27.36%
Mr. Lo Jung-Te	The Company	Beneficial owner	5,967,942 Shares (L)	0.60%
Mr. Huang Kuo-Kuang	The Company	Beneficial owner	2,423,866 Shares (L)	0.24%
		Interest of spouse	5,742,631 Shares (L) (Note 4)	0.57%
Mr. Hsieh Wan-Fu	The Company	Beneficial owner	4,934,432 Shares (L)	0.49%

Notes:

1. The letter “L” denotes the Directors’ long position in the Shares, or as the case may be, the underlying Shares of the Company and/or the relevant associated corporations.
2. These Shares were registered in the name of Southern Asia Management Limited, which was wholly owned by Shine Century Assets Corp., the entire issued share capital of which was beneficially owned by the Cheng Family Trust which was founded by Mr. Cheng Li-Yu. Mr. Cheng Li-Yu and Mr. Cheng Li-Yen are also two of the beneficiaries of the Cheng Family Trust. Mr. Cheng Li-Yu and Mr. Cheng Li-Yen were deemed to be interested in all the Shares in which Shine Century Assets Corp. is interested by virtue of the SFO.
3. Mr. Cheng Li-Yu is the husband of Ms. Lin Mei-Li and he was deemed to be interested in all the Shares in which Ms. Lin Mei-Li was interested by virtue of the SFO.
4. Mr. Huang Kuo-Kuang is the husband of Ms. Wang Shu-Hui and he was deemed to be interested in all the Shares in which Ms. Wang Shu-Hui was interested by virtue of the SFO.

(ii) Interests in underlying shares

Name of Director	Nature of Interest	Number of underlying shares (Note 1)	Approximate Percentage of Shareholding
Mr. Huang Kuo-Kuang	Beneficial owner	3,756,000 (L) (Note 2)	0.34% (Note 3)
Mr. Hsieh Wan-Fu	Beneficial owner	3,162,000 (L) (Note 2)	0.29% (Note 3)
Mr. Lo Jung-Te	Beneficial owner	3,162,000 (L) (Note 2)	0.29% (Note 3)
Mr. Tsui Yung Kwok	Beneficial owner	2,800,000 (L) (Note 4)	0.25% (Note 3)
	Beneficial owner	1,754,000 (L) (Note 2)	0.16% (Note 3)

Notes:

1. The letter “L” denotes a long position in the underlying Shares.
2. The long position in the underlying Shares comprised (i) 3,000,000, 1,500,000, 1,500,000 and 998,000 options granted to Mr. Huang Kuo-Kuang, Mr. Hsieh Wan-Fu, Mr. Lo Jung-Te and Mr. Tsui Yung Kwok respectively by the Company on 7 November 2006 and (ii) 756,000, 1,662,000, 1,662,000 and 756,000 options granted to Mr. Huang Kuo-Kuang, Mr. Hsieh Wan-Fu, Mr. Lo Jung-Te and Mr. Tsui Yung Kwok respectively by the Company on 24 April 2008 under the post-IPO share option scheme (“Post-IPO Share Option Scheme”) of the Company and such share options remained outstanding as at the Latest Practicable Date.
3. This percentage was calculated on the basis of 1,100,000,000 Shares in issue immediately following the exercise in full of all the options granted under the pre-IPO share option scheme (“**Pre-IPO Share Option Scheme**”) and Post-IPO Share Option Scheme at the same time and assuming that there would be no change in the total issued share capital of the Company other than as enlarged by the exercise of these options prior to the exercise in full of these options.
4. Mr. Tsui Yung Kwok’s long position in the underlying Shares comprised 2,800,000 options granted to him by the Company on 17 June 2005 under the Pre-IPO Share Option Scheme and such share options remained outstanding as at the Latest Practicable Date.

Save as disclosed herein, as at the Latest Practicable Date, none of the Directors and chief executive of the Company had any interests or short positions in the Shares, underlying Shares and debentures of the Company or any of its associated corporation (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange (including interests and short positions which he was taken or deemed to have under such provisions of SFO); or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers to be notified to the Company and the Stock Exchange.

As at the Latest Practicable Date, none of the Directors had any interest, direct or indirect, in any assets which have been since 31 December 2007, being the date to which the latest published audited financial statements of the Group were made up, acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group.

As at the Latest Practicable Date, none of the Directors was materially interested in any contract or arrangement subsisting as at the date hereof and which was significant in relation to the business of the Group.

3. SUBSTANTIAL SHAREHOLDERS

As at the Latest Practicable Date, so far as is known to any Directors or chief executive of the Company, the persons (other than a Director or chief executive of the Company); (a) who had an interest or short position in the Shares and underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO; or (b) who were, directly or indirectly, interested in 10 per cent. or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at the general meetings of the Company or any other members of the Group (including any company which will become a subsidiary of the Company by reason of an acquisition which has been agreed or proposed since 31 December 2007, being the date to which the latest audited accounts of the Company have been made up), were as follows:

Name of Shareholder	Company/name of Group member	Capacity	Number and class of securities (Note 1)	Approximate percentage of shareholding
Southern Asia Management Limited (Note 2)	The Company	Beneficial owner	273,556,986 Shares (L)	27.36%
Shine Century Assets Corp.	The Company	Interest of a controlled corporation	273,556,986 Shares (L) (Note 3)	27.36%
East Asia International Trustees Limited	The Company	Trustee (other than a bare trustee)	273,556,986 Shares (L) (Note 3)	27.36%
Ms. Lin Mei Li	The Company	Beneficial owner	10,518,046 Shares (L)	1.05%
	The Company	Interest of a spouse	310,334,986 Shares (L) (Note 4)	31.03%
Win Smart Co., Ltd.	Mindforce Holdings Limited	Beneficial owner	4,500,000 ordinary shares of US\$1 each	29%
Aii Holding Corporation	Gold Connection Limited	Beneficial owner	2,457,073 ordinary shares of US\$1 each	18.27%

Notes:

1. The letter “L” denotes the Shareholders’ long position in the Shares of the Company and/or the relevant associated corporations.
2. Mr. Cheng Li-Yu, an executive Director, is a director of Southern Asia Management Limited.
3. The Shares were held by Southern Asia Management Limited, which was wholly-owned by Shine Century Assets Corp. The entire issued share capital of Shine Century Assets Corp. was owned by the Cheng Family Trust, the trustee of which was East Asia International Trustees Limited. Shine Century Assets Corp. was deemed to be interested in all the Shares in which Southern Asia Management Limited was interested by virtue of the SFO. East Asia International Trustees Limited was deemed to be interested in all the Shares in which Shine Century Assets Corp. was interested by virtue of the SFO.
4. Ms. Lin Mei-Li is the wife of Mr. Cheng Li-Yu and she was deemed to be interested in all the Shares in which Mr. Cheng Li-Yu was interested by virtue of the SFO.

Save as disclosed herein, there was no person known to any Directors or chief executive of the Company, who, as at the Latest Practicable Date, had an interest or short position in the Shares and underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who was directly or indirectly interested in 10 per cent. or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at the general meetings of the Company or any other member of the Group.

4. SERVICE AGREEMENTS

As at the Latest Practicable Date, none of the Directors had a service contract with the Company which was not determinable by the Company within one year without payment of compensation other than statutory compensation.

5. COMPETING INTEREST

As at the Latest Practicable Date, none of the Directors and his associates (as would be required to be disclosed under rule 8.10 of the Listing Rules if any of them was a controlling Shareholder) was interested in any business apart from the business of the Group, which competes or is likely to compete, either directly or indirectly, with that of the Group.

6. LITIGATION

As at the Latest Practicable Date, none of any member of the Group was engaged in any litigation or arbitration of material importance and no litigation or claims of material importance known to the Directors to be pending or threatened by or against any member of the Group.

7. MISCELLANEOUS

- (a) The registered office of the Company is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.
- (b) The head office and principal place of business of the Company in Hong Kong is at Suites 3311-3312, Jardine House, 1 Connaught Place, Central, Hong Kong.
- (c) The Hong Kong branch share registrar and transfer office of the Company is Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong.
- (d) The company secretary and qualified accountant is Mr Tsui Yung Kwok. Mr Tsui is the member of the Hong Kong Institute of Certified Public Accountants, the Institute of Chartered Accountants in Australia, CPA Australia and the Hong Kong Institute of Chartered Secretaries.
- (e) The English text of this circular shall prevail over its Chinese text.