
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt about this circular, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in LEEPOR (Holdings) Limited, you should at once hand this circular and the accompanying form of election to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or the transfer was effected for transmission to the purchaser or transferee.

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

Leepor
LEEPORT (HOLDINGS) LIMITED
力豐(集團)有限公司*
(incorporated in Bermuda with limited liability)
(Stock Code: 387)

Executive Directors:

LEE Sou Leung Joseph (*Chairman*)
TAN, Lisa Marie (*Deputy Chairman*)
CHAN Ching Huen Stanley

Independent Non-Executive Directors:

Dr. LUI Sun Wing
Mr. PIKE, Mark Terence
Mr. NIMMO, Walter Gilbert Mearns

Registered office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal Place of

Business:
1st Floor, Block 1
Golden Dragon Industrial
Centre
152-160 Tai Lin Pai Road
Kwai Chung
New Territories
Hong Kong

13 June 2008

Dear Shareholder(s),

**FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2007
WITH AN OPTION TO RECEIVE SHARES IN LIEU OF CASH DIVIDEND**

INTRODUCTION

At the annual general meeting of shareholders of LEEPOR (Holdings) Limited (the “**Company**”) held on 26 May 2008, an ordinary resolution had been passed to declare a final dividend for the year ended 31 December 2007 (the “**Final Dividend**”) of HK4.5 cents per ordinary share (the “**Share**”) in the share capital of the Company.

* For identification purpose only

The Final Dividend is payable in cash with a scrip dividend alternative (the “**Scrip Dividend Scheme**”) to the shareholders whose names appeared on the Register of Members on Monday, 26 May 2008 (the “**Record Date**”). The latest time for submission of transfer forms and relevant share certificates to qualify for the Final Dividend was 4:30 p.m. on Wednesday, 21 May 2008. The Register of Members of the Company has been closed from Thursday, 22 May 2008 to Monday, 26 May 2008, both days inclusive, during which no transfer of Shares has been effected. Such information has been disclosed in the announcement dated 21 April 2008.

The purpose of this circular is to set out the details and procedures which apply in relation to the Scrip Dividend Scheme.

DETAILS OF THE SCRIP DIVIDEND SCHEME

Shareholders of the Company have the choice of receiving in respect of the Final Dividend:

- (i) a cash dividend of HK4.5 cents per Share; or
- (ii) wholly by way of an allotment of new Shares (the “**Scrip Dividend Shares**”) credited as fully paid and having an aggregate market value (as described below) equal to the dividend of HK4.5 cents which the shareholders would otherwise receive in cash, save for adjustment for fractions (as described below); or
- (iii) partly in cash dividend and partly in Scrip Dividend Shares.

For the purpose of calculating the number of Scrip Dividend Shares to be allotted, the market value of a Scrip Dividend Share has been calculated as an amount equal to the average closing prices of the Share on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for the five consecutive trading days from Tuesday, 20 May 2008 to Monday, 26 May 2008 (the “**Average Closing Price**”). Accordingly, the number of Scrip Dividend Shares which the shareholders (other than overseas shareholders) will receive, in respect of the existing Shares registered in their names as at the Record Date and for which elections have been made to receive Scrip Dividend Shares will be calculated as follows:–

Number of Scrip Dividend Shares to be received	=	Number of existing Shares held as at the Record Date for which election for Scrip Dividend Shares is made	X	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: center;">HK4.5 cents</td> </tr> <tr> <td style="border-top: 1px solid black; text-align: center;">HK\$1.254</td> </tr> <tr> <td style="text-align: center;">(Average Closing Price)</td> </tr> </table>	HK4.5 cents	HK\$1.254	(Average Closing Price)
HK4.5 cents							
HK\$1.254							
(Average Closing Price)							

The number of Scrip Dividend Shares to be received will be rounded down to the nearest whole number of Scrip Dividend Shares. Fractional entitlements to Scrip Dividend Shares in respect of the options set out in (ii) and (iii) above will be aggregated and sold and the benefit thereof will accrue to the Company. The Scrip Dividend Shares to be issued pursuant to the Scrip Dividend Scheme will rank pari passu in all respects with the existing Shares except that they shall not rank for the Final Dividend. The Scrip Dividend Shares to be issued are not renounceable.

STOCK EXCHANGE LISTING AND DESPATCH OF DIVIDEND WARRANTS AND SHARE CERTIFICATES

Application will be made to the Stock Exchange for listing of, and permission to deal in, the Scrip Dividend Shares. It is expected that cheques for cash entitlements and/or (subject to such application being granted) definitive share certificates for the Scrip

Dividend Shares will be posted to shareholders at their risks on or about Wednesday, 30 July 2008. The Scrip Dividend Shares will, on allotment and issue, rank pari passu in all respects with the existing Shares save that they will not rank for the Final Dividend.

Subject to the granting of approval for listing of, and permission to deal in, the Scrip Dividend Shares on the Stock Exchange, such Scrip Dividend Shares will be accepted as eligible securities by Hong Kong Securities Clearing Company Limited for deposit, clearance and settlement in the Central Clearing and Settlement System (“CCASS”) with effect from the commencement date of dealings in the Scrip Dividend Shares on the Stock Exchange or such other date as determined by Hong Kong Securities Clearing Company Limited. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. Shareholders should seek the advice of their licensed securities dealer or other professional advisers for details of those settlement arrangements and how such arrangements will affect their rights and interests.

The Shares of the Company are listed and dealt in on the Stock Exchange. Save as disclosed herein, none of the equity or debt securities of the Company are otherwise listed or dealt in on any other stock exchange nor is listing of, or permission to deal in, on any other exchange being or proposed to be sought.

FORM OF ELECTION

A form of election prepared for use by shareholders who wish to receive the Final Dividend wholly in the form of Scrip Dividend Shares or partly in cash and partly in the form of Scrip Dividend Shares is enclosed with this circular.

If you wish to receive, in lieu of the cash dividend, in whole or in part, an allotment of Scrip Dividend Shares, you should complete and sign the form of election in accordance with the instructions printed thereon and return it so that it is received by the branch Share Registrars and Transfer office of the Company, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong (the “Registrars”) so as to arrive no later than 4:30 p.m. on Thursday, 10 July 2008. No acknowledgement of receipt of the form of election will be issued.

If you wish to receive the whole of the Final Dividend in cash you should NOT complete the form of election.

Shareholders who do not specify the number of Shares in respect of which they are electing to receive an allotment of Scrip Dividend Shares, or if they elect to receive Scrip Dividend Shares in respect of a greater number of Shares than their registered holding on the Record Date, then they will be deemed to have chosen to receive Scrip Dividend Shares in respect of all the Shares of which they were then registered as the holders.

OVERSEAS SHAREHOLDERS

It is the responsibility of any shareholder wishing to join the Scrip Dividend Scheme to satisfy themselves as to the full observance of the laws of any relevant jurisdiction, including obtaining any governmental or other consents who may be required. Neither this circular, the Form of Election nor the Scrip Dividend Shares will be registered or filed under the securities laws of equivalent legislation of any jurisdiction. In this respect, the Directors have exercised their discretion under the bye-laws of the Company that no shareholders whose registered address as shown on the Register of Members as at the Record Date was outside Hong Kong (the “Overseas Shareholders”) will be permitted to participate in the Scrip Dividend Scheme and accordingly they will receive the Final dividend wholly in cash.

No Forms of Election will be sent to such Overseas Shareholders and no person receiving in any territory outside Hong Kong a copy of this circular and/or the Form of Election may treat the same as an invitation to him/her. It was noted that as at the Record Date, there was no Overseas Shareholders on the Register of members.

LISTING AND DEALINGS

The Scrip Dividend Scheme is conditional upon the Listing Committee of the Stock Exchange granting listing of, and permission to deal in, the Scrip Dividend Shares. Application will be made to the Stock Exchange for the grant of listing of, and permission to deal in, the Scrip Dividend Shares. It is expected that share certificates and cheques for cash entitlements will be posted at the risk of those entitled to their respective registered address on or about Wednesday, 30 July 2008. On this basis, the Scrip Dividend Shares are expected to commence trading after the due despatch of the share certificates for the Scrip Dividend Shares to the relevant shareholders. In the unlikely event that the Scrip Dividend Shares are not admitted to listing before Friday, 1 August 2008, the Form of Election will be disregarded and the full cash dividend will be paid in the way described above.

GENERAL

Whether or not it is to your advantage to elect to receive Scrip Dividend Shares instead of cash, in whole or in part, will depend upon your own individual circumstances and the decision in this regard, and all effects resulting therefrom must be solely the responsibility of each shareholder. If you are in any doubt as to what to do, you should consult your professional advisers.

Shareholders who are trustees are recommended to take professional advice as to whether a decision to receive Scrip Dividend Shares is within their powers and as to the effect of such decision having regard to the terms of the trust instrument.

Shareholders should note that the Scrip Dividend Shares may give rise to notification requirements under Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) for those shareholders who may have notifiable interests in the Company. Shareholders who are in doubt as to how these provisions may affect them are recommended to seek their own professional advice.

TIMETABLE OF EVENTS

Final date for receipt of forms of election by the Registrars	4:30 p.m. on Thursday, 10 July 2008
Despatch date for dividend warrants and certificates for Scrip Dividend Shares	On or about Wednesday, 30 July 2008
Expected first day of dealings in Scrip Dividend Shares in Hong Kong	On or about Friday, 1 August 2008 (subject to the proper receipt of the share certificates for the Scrip Dividend Shares by the relevant shareholders of the Company)

Yours faithfully,
LEE Sou Leung Joseph
Chairman