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FAR EAST TECHNOLOGY INTERNATIONAL LIMITED

(Incorporated in Hong Kong with limited liability)

Website: <http://www.fet.com.hk>

(Stock Code: 36)

**DISCLOSEABLE TRANSACTION
ACQUISITION OF CONVERTIBLE NOTES
FOR SATELLITE DEVICES CORPORATION
FROM FIRST VANTAGE LIMITED**

This circular is provided for the information of the shareholders of Far East Technology International Limited only.

25 September 2006

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DEFINITIONS

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

“Agreement”	the agreement on 25 August 2006 entered into between the Company and First Vantage Limited in respect of the acquisition of HK\$8.3 million principal amount of the Convertible Notes of Satellite Devices for a total consideration of HK\$4.98 million
“Company”	Far East Technology International Limited, a company incorporated in Hong Kong and the shares of which are listed on the Stock Exchange
“Conversion Price”	HK\$0.1 per share, which is subject to adjustment provisions as standard terms for convertible securities of similar type. The adjustment events will arise as a result of certain change in the share capital of Satellite Devices including consolidation or subdivision of shares, capitalization of profits or reserves, capital distribution in cash or specie or subsequent issue of securities in the Satellite Devices
“Convertible Note(s)”	the principal amount of HK\$8.3 million Satellite Devices convertible notes which entitle the holder thereof to convert the principal amount outstanding into Satellite Devices Conversion Shares at the Conversion Price (subject to adjustment). The convertible note is non-interest bearing and becomes maturity on 30 July 2009. The holders of the convertible note shall have the right at any time after six month of the date of issue on 31 July 2006 of the relevant Convertible Note to convert all or part of the principal amount of the relevant convertible note outstanding at any time into Satellite Devices Conversion Shares at the price of HK\$0.10 per conversion share provided that an integral multiple of HK\$100,000 be converted at any time and save that if the outstanding principal amount of the relevant convertible note is less than HK\$100,000, the whole (but not part only) of the outstanding principal amount of the relevant convertible note must be converted. The conversion shares will rank pari passu in all respects among themselves and with all other existing shares in issue on the date of such allotment and issue. Satellite Devices shall have the right to redeem the whole or any part of the outstanding principal amount of the relevant convertible note at any time. The convertible note is freely transferable, provided that the holders of convertible note must inform Satellite Devices of each transfer or assignment made by them
“Directors”	directors of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

DEFINITIONS

“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	20 September 2006, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained this circular
“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	The People’s Republic of China, excluding for the purposes of this announcement, Hong Kong and Macau
“Satellite Devices”	Satellite Devices Corporation, a company incorporated in Cayman Island with limited liability, the shares of which are listed on the Growth Enterprise Market (“GEM”) of the Stock Exchange
“Satellite Devices Conversion Shares”	Satellite Devices Shares which would fall to be issued by Satellite Devices upon the exercise of the conversion rights attached to the Convertible Notes at the then effective
“Satellite Devices Shares”	fully paid ordinary share(s) of HK\$0.01 each in the share capital of Satellite Devices
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Transferor”	First Vantage Limited, a company incorporated in British Virgin Islands
“%” or “per cent”	Percentage

LETTER FROM THE BOARD



FAR EAST TECHNOLOGY INTERNATIONAL LIMITED

(Incorporated in Hong Kong with limited liability)

Website: <http://www.fet.com.hk>

(Stock Code: 36)

Executive Directors:

Mr. Deacon Te Ken Chiu (*Chairman*)

Mr. Duncan Chiu

(Managing Director and Chief Executive Officer)

Mr. Dennis Chiu

Registered office:

16th Floor

Far East Consortium Building

121 Des Voeux Road Central

Hong Kong

Non-executive Directors:

Tan Sri Dato' David Chiu

Mr. Daniel Tat Jung Chiu

Mr. Derek Chiu

Mr. Desmond Chiu

Ms. Margaret Chiu

Head office and Principal Place of

Business:

Room 1802-1804, 18th Floor

Far East Consortium Building

121 Des Voeux Road Central

Hong Kong

Independent Non-executive Directors:

Dr. Lee G. Lam

Mr. Ryan Yen Hwung Fong

Mr. Hing Wah Yim

25 September 2006

To the Shareholders

Dear Sir or Madam,

**DISCLOSEABLE TRANSACTION
ACQUISITION OF CONVERTIBLE NOTES
FOR SATELLITE DEVICES CORPORATION
FROM FIRST VANTAGE LIMITED**

INTRODUCTION

The Directors of the Company announce that the company has acquired of HK\$8.3 million principal amount of the Convertible Notes of Satellite Devices from First Vantage Limited on 25 August 2006 at a consideration of HK\$4.98 million. Meanwhile the Company has also purchased 54,223,600 Satellite Devices shares i.e. 10.29% of shareholding in Satellite Devices, which was acquired in open market of Stock Exchange and subscription offer shares from Satellite Devices during the period from 2 December

LETTER FROM THE BOARD

2005 to 14 July 2006 at a consideration of approximately HK\$5.5 million which has been settled in cash from internal resources of the Group. Upon full conversion of the Convertible Notes at the Conversion Price plus 54,223,600 Satellite Devices shares, the Company will be interested in a total of 137,223,600 Satellite Devices shares approximately 22.5% of the issued share capital of Satellite Devices as enlarged by the issue of the Satellite Devices Conversion Shares. As at the date of this announcement, no decision has been made as to whether or when or the extent to which the conversion rights attached to the Convertible Notes are to be exercised by the Company. The total consideration for the acquisition of Convertible Notes is at HK\$4.98 million, which has been paid in cash from internal resources of the Group.

TERMS OF THE AGREEMENT

Date	:	25 August 2006
Transferor	:	First Vantage Limited
Transferee	:	Far East Technology International Limited
Issuer of Convertible Notes	:	Satellite Devices Corporation
Principal amount of Convertible Note to be Transferred	:	HK\$8.3 million
Consideration	:	HK\$4.98 million
Term of Payment	:	the consideration has been paid on 25 August 2006

The Transferor does not hold any interest in the share capital of the Transferee, and the Transferee does not hold any interest in the share capital of the Transferor.

Basis of determination of the consideration

The consideration of HK\$4.98 million was arrived at a discount of 40% on the HK\$8.3 million principal amount of the Convertible Note of Satellite Devices after arm's length negotiations between the Transferor and the Company. Payment of consideration was financed by internal financial resources of the Group. The consideration was also with reference to the closing share market price at HK\$0.07 of Satellite Devices from the Stock Exchange on 23 August 2006.

Completion of the Agreement

Bought and sold notes and instrument of transfer should be duly signed, stamped and executed by the Transferor and Transferee.

LETTER FROM THE BOARD

REASONS FOR AND BENEFITS OF THE ACQUISITIONS

One of the Groups' core business is currently engaged in manufacturing and trading of garment. The acquisition of 22.5% effective interest in Satellite Devices, represents an investment by the Group into the retail business. The Group expects an upward performance for retail sector both in Hong Kong and PRC especially that the PRC Government's 11th 5-year plan have emphasis on promoting and stimulating growth in domestic consumption. The Directors consider that the investment in Satellite Devices by the Company, through the acquisition of Convertible Notes of Satellite Devices and purchase of Satellite Devices in open market, will be complementary to the Group's existing manufacturing and trading of garment business.

Accordingly, the Directors consider that the entering into of the Agreement is in the interest of the Company and its Shareholders as a whole and the terms of the Agreement are fair and reasonable in so far as the Company and the Shareholders are concerned.

TERMS OF CONVERTIBLE NOTE

The terms of the Convertible Note have been negotiated on arm's length basis the principal terms of which are summarized below:

Principal amount

The principal amount of the convertible note is at HK\$8.3 million.

Issue Date

31 July 2006

Interest

The Convertible Note is non-interest bearing.

Maturity

3 years from the date of the issue on 31 July 2006 i.e. Convertible Notes become maturity on 30 July 2009. On maturity, to the extent that the Convertible Note is not redeemed or converted, Satellite Devices will repay the Convertible Notes.

Denomination

In multiple of HK\$100,000.

LETTER FROM THE BOARD

Conversion Price

HK\$0.1 per share, which is subject to adjustment provisions as standard terms for convertible securities of similar type. The adjustment events will arise as a result of certain change in the share capital of Satellite Devices including consolidation or sub-division of shares, capitalization of profits or reserves, capital distribution in cash or specie or subsequent issue of securities in the Satellite Devices.

Conversion

Holder of the Convertible Note may convert the whole or part of the principal amount of the relevant Convertible Note (in multiple of HK\$100,000) into shares as determined by dividing the principal amount of the relevant Convertible Note outstanding at the time of conversion by the conversion price. There is no automatic conversion on maturity of the Convertible Note.

The Company may only convert the whole or any part of the outstanding principal amount if immediately after any such conversion the Company together with parties acting in concert with it within the meaning of the Takeovers Code do not control 30% or more of the voting power at a general meeting of the Satellite Devices

Conversion period

The holders of the Convertible Note shall have the right at any time after six month of the date of issue of the relevant Convertible Note to convert all or part of the principal amount of the relevant Convertible Note outstanding at any time into Conversion Shares at the price of HK\$0.10 per Conversion Share provided that an integral multiple of HK\$100,000 be converted at any time and save that if the outstanding principal amount of the relevant Convertible Note is less than HK\$100,000, the whole (but not part only) of the outstanding principal amount of the relevant Convertible Note must be converted.

Voting

The Company will not be entitled to receive notice of attend or vote at any meeting of Satellite Devices by reason only of it being the holder of the Convertible Notes.

Ranking

The Satellite Devices Conversion Shares will rank *pari passu* in all respects among themselves and with all other shares in issue on the date of such allotment and issue.

Redemption by the Satellite Devices

The Satellite Devices shall have the right to redeem the whole or any part of the outstanding principal amount of the relevant Convertible Note at any time.

LETTER FROM THE BOARD

Transferability

The Convertible Note is freely transferable, provided that the holders of the Convertible Note must inform Satellite Devices of each transfer or assignment made by them. The Satellite Devices undertakes to notify the Stock Exchange if any of the Convertible Note is transferred to a connected person (as defined in the GEM Listing Rules).

Events of default

All Convertible Note contain an event of default provision which provides that on the occurrence of certain events of default specified in the Convertible Note (e.g. liquidation), each of the holders of the Convertible Note shall be entitled to demand for immediate repayment of the principal amount outstanding under the relevant Convertible Note.

ACCOUNTING TREATMENT OF CONVERTIBLE NOTES AND EQUITY INTEREST IN SATELLITE DEVICES

Before the conversion of convertible notes, convertible notes and 54,223,600 Satellite Devices shares (10.29% equity interest) are both stated at fair value at financial year ending as investment in convertible notes and available-for-sale investments respectively under non-current assets of the Company's balance sheet.

Provided that after the conversion of Convertible Notes, 137,223,600 Satellite Devices shares (22.5% effective equity interest) would be accounted for as interest in associates using the equity method of accounting at financial year ending under non-current assets of the Company's balance sheet.

INFORMATION ON THE COMPANY

The Company acts as an investment holding company. The principal activities of its subsidiaries, associates and a jointly controlled entity are information technology, manufacturing and trading of garment and commodity concrete. Investment in properties for rental purpose, property development and investment in securities.

INFORMATION ON SATELLITE DEVICES CORPORATION

Satellite Devices is a provider of location-based technology solutions and innovations. Leveraging on its expertise in market available GPS hardware, knowledge and innovations of location-based technology applications, the Group integrates third-party core semi-conductor chipsets offered by worldwide GPS chip manufacturers with its proprietary device-level embedded software and external user software to offer users a range of location-based technology applications. On 31 July 2006, Satellite Devices acquired Hip Kin Retailing Ltd. ("HKR"). HKR is a distribution and brand management company engaged in the licensed retail sales of high-end, chic apparel and accessories under third-party European brand names.

LETTER FROM THE BOARD

The audited net loss before/after taxation and net assets value/(net liabilities) of Satellite Devices for the year ended 31 December 2005 and 31 December 2004 respectively were as follows:

	31.12.2005	31.12.2004
	<i>HK\$</i>	<i>HK\$</i>
Net loss before taxation	17.73 million	17.16 million
Net loss after taxation	17.73 million	17.16 million
(Net liabilities)/net assets value	(5.83 million)	5.14 million

INFORMATION ON THE TRANSFEROR

First Vantage Limited, a company incorporated in British Virgin Islands and the principal activity of the company is an investment holding company.

The Directors confirm that to the best of their knowledge information and belief having made all reasonable enquiry, the Transferor and the ultimate beneficial owner of the Transferor are third parties independent of the Company and connected persons of the Company.

LISTING RULES IMPLICATIONS

The acquisition of the shares of Satellite Device in open market and the acquisition of convertible notes collectively constitute a discloseable transaction. Provided that the convertible notes to be converted into Satellite Devices shares immediately upon acquisition and aggregated the shareholding in Satellite Devices, all the applicable size test ratios would be less than 25%. Accordingly, the transactions only constitute a discloseable transaction under Chapter 14 of the Listing Rules. A circular in compliance with Chapter 14 of the Listing Rules is being prepared and will be despatched to shareholders as soon as practicable.

GENERAL

The English text of this circular shall prevail over the Chinese text.

ADDITIONAL INFORMATION

Your attention is drawn to the 'General Information' in the appendix to the Circular.

Yours faithfully
By order of the Board
Duncan Chiu

Managing Director and Chief Executive Officer

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 with regard to the Company and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, opinions expressed in this circular have been arrived at after due and careful consideration and there are no other facts not contained in this circular, the omission of which would make any statement contained herein misleading.

2. DISCLOSURE OF INTERESTS

As at the Latest Practicable Date, the interests and short positions of the Directors and the chief executive of the Company in the Shares, underlying Shares or debentures of the Company or any associated corporations (within the meaning of Part XV of the SFO) 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 were required, pursuant to section 352 of the SFO, to be entered in the register of the Company referred to therein or were required, pursuant to Part XV of the SFO or the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules, to be notified to the Company and the Stock Exchange:

(i) Long positions of Directors' interests in shares:

Name of director	Number of ordinary shares of the Company held				Percentage of issued share capital of the Company
	Personal interests	Family interests	Corporate interests	Total interests	
Mr. Deacon Te Ken Chiu	12,764,011	2,087,580 ⁽¹⁾	1,612,683	16,464,274	15.04%
Tan Sri Dato' David Chiu	1,870,000	–	6,168,800 ⁽²⁾	8,038,800	7.34%
Ms. Margaret Chiu	1,100,000	–	–	1,100,000	1.01%
Mr. Dennis Chiu	4,689,900	–	2,200,000 ⁽³⁾	6,889,900	6.29%
Mr. Daniel Tat Jung Chiu	2,420,000	–	11,440,044 ⁽⁴⁾	13,860,044	12.66%
Mr. Derek Chiu	44,220	–	–	44,220	0.04%
Mr. Desmond Chiu	1,100,000	–	–	1,100,000	1.01%
Mr. Duncan Chiu	30,966,595	–	–	30,966,595	28.29%

Notes:

- (1) These shares are held by Madam Ching Lan Ju Chiu, wife of Mr. Deacon Te Ken Chiu.
- (2) These shares are held by Rocket High Investments Limited, a company wholly-owned by Tan Sri Dato' David Chiu.
- (3) These shares are held by Cape York Investments Limited ("Cape York"), a company owned by Mr. Dennis Chiu and Mr. Daniel Tat Jung Chiu equally.
- (4) Of the 11,440,044 shares, 2,200,000 shares are held by Cape York, and the remaining 9,240,044 shares are held by Gorich Holdings Limited, a company wholly-owned by Mr. Daniel Tat Jung Chiu.

The interests of the Directors or chief executive of the Company, and their respective associates, in the underlying shares of the Company which may be issued pursuant to exercise of the share options granted to the Directors by the Company are set out in the paragraph headed "Directors' interests in share options of the Company" below.

(ii) Directors' interests in share options of the Company

As at the Latest Practicable Date, the interests of the Directors or chief executive of the Company, and their respective associates, in the underlying shares of the Company which may be issued pursuant to exercise of the share options granted to the Directors pursuant to the Company's share option scheme were as follows:

Name of Grantee	Number of Shares Options				Exercise price HK\$	Grant date	Exercisable period
	Outstanding as at 1/1/2006	Granted during the period	Adjustment for Bonus Issue	Outstanding as at 30/6/2006			
Mr. Deacon Te Ken Chiu	2,128,848	-	210,831	2,339,679	1.154 ⁽ⁱ⁾	21/7/2005	21/7/2005-20/7/2015
Mr. Duncan Chiu	3,406,158	-	337,309	3,743,467	1.154 ⁽ⁱ⁾	21/7/2005	21/7/2005-20/7/2015
	-	1,800,000	178,235	1,978,235	1.2193 ⁽ⁱⁱ⁾	21/4/2006	23/5/2006-22/5/2016
	-	1,800,000	178,235	1,978,235	1.2193 ⁽ⁱⁱ⁾	21/4/2006	23/5/2007-22/5/2017
Mr. Dennis Chiu	1,064,424	-	105,432	1,169,856	1.154 ⁽ⁱ⁾	21/7/2005	21/7/2005-20/7/2015
Aggregate for directors	6,599,430	3,600,000	1,010,042	11,209,472			
Aggregate for employees	425,770	-	42,228	467,998	1.154 ⁽ⁱ⁾	21/7/2005	21/7/2005-20/7/2015
	-	750,000	74,265	824,265	1.2193 ⁽ⁱⁱ⁾	21/4/2006	23/5/2006-22/5/2016
	-	750,000	74,265	824,265	1.2193 ⁽ⁱⁱ⁾	21/4/2006	23/5/2007-22/5/2017
	<u>7,025,200</u>	<u>5,100,000</u>	<u>1,200,800</u>	<u>13,326,000</u>			

Notes:

- (1) At the 2005 Annual General Meeting of the Company held on 23 May 2005, a share option scheme (the "Option Scheme") of the Company was adopted by the shareholders of the Company. As at 30 June 2006, there are options relating to 13,326,000 Shares granted by the Company pursuant to the Option Scheme which are valid and outstanding.
- (2) At the annual general meeting of the Company held on 23 May 2006, a bonus issue of one new Share for every ten Shares ("Bonus Issue") held as of that date was approved by the shareholders. All the share options which were granted and remained outstanding as of 23 May 2006 were adjusted with the Bonus Issue and accordingly, the number of share options increased by one Share for every ten Shares in the share options, and the exercise price per Share was adjusted from (i) HK\$1.2683 to HK\$1.154 and (ii) HK\$1.34 to HK\$1.2193 respectively.

Save as disclosed above, as at the Latest Practicable Date, none of the Directors or chief executive of the Company had any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of the SFO) 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 any interests and short positions which he was taken or deemed to have under such provisions of the 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 Listing Companies in the Listing Rules, to be notified to the Company and the Stock Exchange.

3. PERSONS WHO HAVE AN INTEREST OR SHORT POSITION WHICH IS DISCLOSEABLE UNDER DIVISIONS 2 AND 3 OF PART XV OF THE SFO AND SUBSTANTIAL SHAREHOLDERS

SUBSTANTIAL SHAREHOLDERS

At Latest Practical Date, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, other than the interests disclosed above in respect of certain Directors under the section headed "Directors' Interests in Shares", the following shareholders had notified the Company of any interest, directly or indirectly, in 5% or more of the issued share capital of the Company:

Name of Substantial Shareholder	Number of Ordinary shares held	Percentage of issued share capital of the Company
Gorich Holdings Limited ("Gorich") ⁽¹⁾	9,240,044	8.44%
Max Point Holdings Limited ("Max Point") ⁽²⁾	7,764,240	7.09%
Rocket High Investments Limited ("Rocket") ⁽³⁾	6,168,800	5.64%
Virtual Dragon International Limited ("Virtual Dragon") ⁽⁴⁾	5,611,760	5.13%

Notes:

- (1) Gorich is wholly-owned by Mr. Daniel Tat Jung Chiu. The interests of Mr. Daniel Tat Jung Chiu in the Company is stated under the section headed "Directors' Interests in Shares" above.

- (2) The entire share capital of Max Point Holdings Limited is beneficially owned by Mr. Chan Wai Ki.
- (3) Rocket is wholly-owned by Tan Sri Dato' David Chiu. The interests of Tan Sri Dato' David Chiu in the Company is stated under the section headed "Directors' Interests in Shares" above.
- (4) These shares are held by Peace View Company Limited ("Peace View"), a wholly-owned subsidiary of Far East Consortium Limited ("FEC"). On 28th March 2001, FEC had entered into a Sale of Shares Agreement with Virtual Dragon International Limited ("Virtual Dragon") to dispose of its entire equity interests in Peace View to Virtual Dragon.
- (5) All interests disclosed above represent long positions in the ordinary shares of the Company.

Save as disclosed above, the Company has not been notified of any other interests or short positions representing 5% or more of the Company's issued share capital at Latest Practical Date.

(a) Service contracts

None of the Directors had any existing or proposed service contracts with any member of the Group or any associated company of the Company.

(b) Save as disclosed above, as at the Latest Practicable Date:

- (i) none of the Directors had any direct or indirect interest in any assets which had been, since 31 December 2005, being the date of the latest published audited accounts of the Company were made up, acquired or disposed of by or leased to any member of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group;
- (ii) none of the Directors was materially interested in any contract or arrangement entered into by any member of the Group which contract or arrangement was subsisting as at the Latest Practicable Date and which was significant in relation to the business of the Group taken as a whole; and
- (iii) none of the Directors was interested in any business that was in competition with the Group.

4. LITIGATION

Neither the Company nor any other members of the Group was engaged in any litigation or arbitration of material importance and no litigation, arbitration or claim of material importance was known to the Directors to be pending or threatened against any member of the Group as at the Latest Practicable Date.

5. MATERIAL ADVERSE CHANGE

Save as disclosed herein, as at the Latest Practicable Date, the Directors were not aware of any material adverse change in the financial or trading position of the Group since 31 December 2005, being the date of the latest published audited accounts of the Company were made up.

6. GENERAL

- (a) The registered office of the Company is at 16/F., Far East Consortium Building, 121 Des Voeux Road Central, Hong Kong and the head office and the principal place of business of the Company in Hong Kong is at Room 1802-04, 18/F., Far East Consortium Building, 121 Des Voeux Road Central, Hong Kong.
- (b) The Company's Hong Kong share registrar and transfer office is Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong.
- (c) The qualified accountant and Secretary of the Company is Mr. Hung Kwong Lui, who is a fellow of the Hong Kong Institute of Certified Public Accountants and a fellow of the Association of Chartered Certified Accountants.
- (d) The English text of this circular shall prevail over the Chinese text.