

*This advertisement is for information purposes only and does not constitute an invitation or offer nor is it calculated to invite offers to acquire, purchase or subscribe for securities.*

*The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this advertisement, 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 advertisement.*



## **TECHNOLOGY VENTURE HOLDINGS LIMITED**

*(incorporated in Bermuda with limited liability)*

### **(STOCK CODE: 61) PLACING AND NEW ISSUE**

<b>Number of Placing Shares:</b>	<b>49,000,000 (subject to adjustment)</b>
<b>Number of New Issue Shares:</b>	<b>21,000,000 (subject to adjustment)</b>
<b>Issue Price:</b>	<b>HK\$1.28 per Share (payable in full on application)</b>
<b>Nominal Value:</b>	<b>HK\$0.10 each</b>

### **Sponsor and Manager DBS ASIA CAPITAL LIMITED**

### **Underwriters**

#### **DBS Asia Capital Limited**

**First Shanghai Capital Limited  
Koffman Securities Limited**

**KGI Asia Limited**

**Kim Eng Securities (Hong Kong) Limited  
Lippo Securities Limited**

Unless otherwise defined herein, terms defined in the Prospectus (as defined below) shall have the same meanings when used herein.

Application has been made to the Listing Committee of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") for the listing of, and permission to deal in, the shares of HK\$0.10 each (the "Shares") in the share capital of Technology Venture Holdings Limited (the "Company") in issue and to be issued as described in the prospectus of the Company dated 22nd June, 1999 (the "Prospectus") and the application forms relating thereto, and any Shares which may fall to be issued upon the exercise of the options granted under the Share Option Scheme. It is expected that level of indications of interests in the Placing, results of application and the basis of allotment of the New Issue will be published on or before Wednesday, 30th June, 1999 in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese). Dealings in the Shares are expected to commence on Tuesday, 6th July, 1999. Subject to the granting of the listing of, and permission to deal in, the Shares on the Stock Exchange and the compliance with the stock admission requirements of Hong Kong Securities Clearing Company Limited ("Hongkong Clearing"), the Shares will be accepted as eligible securities by Hongkong Clearing for deposit, clearance and settlement in the Central Clearing and Settlement System ("CCASS") with effect from the commencement date of dealings in the Shares or such other date as determined by Hongkong Clearing. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The 49,000,000 Placing Shares initially available under the Placing are only available for subscription by selected professional and institutional investors while the 21,000,000 New Issue Shares initially available under the New Issue are available for subscription by members of the public in Hong Kong (subject to the preferential applications by full-time employees of the Group as mentioned below).

Applications for the New Issue Shares will only be considered on the basis of the Prospectus and the related application forms. Applicants who would like to be allotted New Issue Shares in their names should complete the WHITE application forms. Applicants who would like to have the allotted New Issue Shares 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 the YELLOW application forms, together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 22nd June, 1999 until 12:00 noon on Friday, 25th June, 1999 at the Service Counter of Hongkong Clearing at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong or the Investor Service Centre of Hongkong Clearing at Room 1901, Chinachem Exchange Square, 1 Hoi Wan Street, Quarry Bay, Hong Kong. WHITE application forms together with copies of the Prospectus may be obtained during the same period from:

1. Any member of the Stock Exchange;
2. DBS Asia Capital Limited, 26th Floor, Citic Tower, 1 Tim Mei Avenue, Central, Hong Kong;
3. First Shanghai Capital Limited, 19th Floor, Wing On House, 71 Des Voeux Road Central, Hong Kong;
4. KGI Asia Limited, 27th Floor, Asia Pacific Finance Tower, Citibank Plaza, 3 Garden Road, Central, Hong Kong;
5. Kim Eng Securities (Hong Kong) Limited, 8th Floor, Alexandra House, 16-20 Chater Road, Central, Hong Kong;
6. Koffman Securities Limited, 3rd Floor, Crocodile House I, 50 Connaught Road Central, Hong Kong;
7. Lippo Securities Limited, 2302, Tower One, Lippo Centre, 89 Queensway, Central, Hong Kong; or

**any of the following branches of Standard Chartered Bank:**

Hong Kong Island:	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A Des Voeux Road Central
	The Landmark Branch	The Landmark, 15 Queen's Road Central
	Exchange Square Branch	Shop 101, One Exchange Square, 8 Connaught Place, Central
	CIG Building Branch	Shop B, Ground Floor, CIG Building, 141 Des Voeux Road Central
	Taikoo Place Branch	Ground Floor, 969 King's Road, Quarry Bay
Kowloon:	Causeway Bay Branch	1 Sugar Street, Causeway Bay
	Mongkok Bank Centre Branch	Bank Centre, 630-636 Nathan Road, Mongkok
	Cheung Sha Wan Branch	828 Cheung Sha Wan Road, Cheung Sha Wan
	Kwun Tong Branch	88-90 Fu Yan Street, Kwun Tong
New Territories:	Tsimshatsui Branch	10 Granville Road, Tsimshatsui
	Tsuen Wan Branch	Basement First Floor, Emperor Plaza, 263 Sha Tsui Road, Tsuen Wan

Both WHITE and YELLOW application forms 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 Standard Chartered Bank referred to above on the following dates during the following times:

**Tuesday, 22nd June, 1999 - 9:00 a.m. to 4:00 p.m.**  
**Wednesday, 23rd June, 1999 - 9:00 a.m. to 4:00 p.m.**  
**Thursday, 24th June, 1999 - 9:00 a.m. to 4:00 p.m.**  
**Friday, 25th June, 1999 - 9:00 a.m. to 12:00 noon**

Subject to the terms and conditions set out in the Prospectus and the application forms relating thereto, applications must be received by no later than 12:00 noon on Friday, 25th June, 1999 (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 signal being in force as described in the section of the Prospectus headed "How to apply for the New Issue Shares" in the Prospectus).

The Share Offer is subject to the fulfillment of conditions as stated in the paragraph headed "Conditions of the Share

Offer" in the Prospectus. If the conditions are not fulfilled on or before 22nd July, 1999, your application money will be returned to you, without interest. The terms on which your money will be returned to you are set out under the section headed "Refund of your money" on the application forms.

**There will initially be a total of 21,000,000 New Issue Shares to be offered for subscription under the New Issue. Up to 2,100,000 New Issue Shares and 4,900,000 Placing Shares will be available for application by full-time employees of the Group under the PINK application forms as mentioned in the Prospectus. Subject to the number of the Shares validly applied for under preferential applications by full-time employees of the Group, there will not be less than 18,900,000 New Issue Shares (representing 90% of the new Shares under the New Issue) initially available for public subscription. For allocation purposes only, the balance of the New Issue Shares, after deducting those New Issue Shares which are validly applied for on PINK application forms, will be divided equally into two pools: pool A and pool B. Not less than 9,450,000 New Issue Shares initially in pool A will be allocated on an equitable basis to applicants who have applied for New Issue Shares in the value of HK\$5.0 million or less (excluding Stock Exchange transaction levy and brokerage payable thereon). Not less than 9,450,000 New Issue Shares initially in pool B will be allocated on an equitable basis to applicants who have applied for New Issue Shares in the value of more than HK\$5.0 million (excluding Stock Exchange transaction levy and brokerage payable thereon) and up to the total value of pool B. Applicants should be aware that applications in the same pool as well as applications in different pools are likely to receive different allocation ratios. Where one of the pools is undersubscribed, the surplus New Issue Shares will be transferred to satisfy demand in the other pool and be allocated accordingly. Applicants can only receive an allocation of New Issue Shares from either pool A or pool B but not from both pools. Applicants for New Issue Shares are required to undertake and confirm that they have not received and will not receive any Placing Shares under the Placing or otherwise participated in the Placing. Only one application may be made for the benefit of any person on a white or yellow application form (other than any application made on a pink application form). Multiple applications or suspected multiple applications, applications made by an applicant for more than 50% of the Shares initially being offered for public subscription and applications where cheques or banker's cashier orders are dishonoured upon first presentation are liable to be rejected.**

The basis of allotment and results of applications in pool A and pool B respectively and timing for collection of share certificates and/or refund cheques are expected to be published in South China Morning Post (in English) and in Hong Kong Economic Times (in Chinese) on or before Wednesday, 30th June, 1999.

If you have applied for 1,000,000 New Issue Shares or above on a WHITE application form and have indicated on your application form that you will collect your share certificate(s), you may collect them in person from Tengis Limited, Room 1601, Hutchison House, 10 Harcourt Road, Central, Hong Kong between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the newspaper as the date of despatch of share certificates. This is expected to be Friday, 2nd July, 1999. The terms on which you may collect your share certificate(s) are set out under the paragraph headed "Collection/posting of share certificates/refund cheques and deposit of share certificates into CCASS" in the Prospectus.

If you have applied for New Issue Shares on a YELLOW application form and your application is wholly or partially successful, your share certificates will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your investor participant stock account or the stock account of your designated CCASS participant as instructed by you at the close of business on Friday, 2nd July, 1999, or any other date as shall be determined by Hongkong Clearing or HKSCC Nominees Limited. You can check the number of New Issue Shares allotted to you with your designated CCASS participant if you are applying through a designated CCASS participant, or via the CCASS Phone System on the next day following the credit of the New Issue Shares to your stock account if you are applying as an investor participant. For investor participants, Hongkong Clearing will also mail to you an "Activity Statement" showing the number of New Issue Shares credited to your stock account.

Hong Kong, 22nd June, 1999