

# LINMARK GROUP LIMITED

*Unless the context requires otherwise, the use of capitalised terms here shall have the same meanings as defined in the prospectus (the "Prospectus") of Linmark Group Limited (the "Company") dated 30 April 2002.*

*This announcement is for information purpose 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 ("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.*

*Prospective investors of the Offer Shares should note that the Underwriters are entitled to terminate their obligations under the Underwriting Agreements by notice in writing to the Company given by DBS Asia and SBI E2-Capital, acting as the sponsor and the co-sponsor, respectively, for themselves and on behalf of the other Underwriters, upon the occurrence of any of the events set forth under "Grounds for termination" in the section headed "Underwriting arrangements of the Share Offer" in the Prospectus at any time prior to 6:00 p.m. on Thursday, 9 May 2002. Such events include, without limitation, any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out.*

# LINMARK

## LINMARK GROUP LIMITED

**林麥集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**NEW ISSUE AND OFFER FOR SALE**

**LISTING ON THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

**BY WAY OF  
PUBLIC OFFER AND PLACING**

**Number of Offer Shares : 156,000,000 Shares subject to Over-allotment Option**

**Number of Public Offer Shares : 15,600,000 New Shares, subject to re-allocation**

**Number of Placing Shares : 109,200,000 New Shares and 31,200,000 Sale Shares,  
subject to Over-allotment Option and re-allocation**

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LINMARK GROUP LIMITED –New Issue and Offer for Sale  
( 26 April 2007 )

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**Offer Price** HK\$1.68 per Offer Share,  
payable in full upon application

**Nominal value** :US\$0.02 each

**Stock code** :915

*Sponsor*

*Co-Sponsor*



**DBS ASIA CAPITAL LIMITED**



**SBI E2-Capital (HK) Limited**

*Joint International Coordinators and Joint Bookrunners*

**DBS ASIA CAPITAL LIMITED SBI E2-Capital Securities Limited**

*Joint Lead Managers*

**DBS Asia Capital Limited**

**SBI E2-Capital Securities Limited**

**Cazenove Asia Limited**

*Co-Managers*

**DBS Vickers (Hong Kong) Limited**

**GC Securities Limited**

**ICEA Capital Limited**

**Kingsway SW Securities Limited**

**OpenOffering Capital Limited**

**Phillip Securities (HK) Ltd.**

Application has been made to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as mentioned in the Prospectus and the application forms relating thereto, and any Shares which may fall to be issued upon the exercise of the Over-allotment Option and the options that may be granted under the Share Option Scheme. Dealings in the Shares on the Main Board are expected to commence on Friday, 10 May 2002. Subject to the granting of the listing of, and permission to deal in, the Shares on the Main Board as well as the 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 or any 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 Public Offer of initially 15,600,000 Public Offer Shares to be offered to members of the public in Hong Kong and the Placing of initially 109,200,000 New Shares and 31,200,000 Sale Shares to professional, institutional and individual investors. For allocation purposes only, the number of the Public Offer Shares initially available for subscription under the Public Offer, after deducting 1,560,000 Public Offer Shares (representing 10 per cent. of the Public Offer Shares initially available under the Public Offer) which will be available for subscription by eligible full-time employees of the Group in Hong Kong (excluding the Directors or chief executive of the Company, existing

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beneficial owners of the Shares or any of their respective associates) on **PINK** application forms, will be divided equally into two pools: pool A and pool B. The Public Offer Shares in pool A will be allocated on an equitable basis only to applicants who have validly applied for the Public Offer Shares with a total subscription amount (excluding the brokerage, the transaction levy imposed by the Securities and Futures Commission and the Stock Exchange trading fee payable thereon) of HK\$5 million or less. The Public Offer Shares in pool B will be allocated on an equitable basis only to applicants who have validly applied for the Public Offer Shares with a total subscription amount (excluding the brokerage, the transaction levy imposed by the Securities and Futures Commission and the Stock Exchange trading fee payable thereon) of more than HK\$5 million 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. If the Public Offer Shares in one (but not both) of the pools is undersubscribed, the unsubscribed Public Offer Shares will be transferred to the other pool to satisfy demand, if any, in that pool and shall be allocated accordingly. Applicants can only receive an allotment of the Public Offer Shares from either pool A or pool B but not from both pools. Multiple or suspected multiple applications and any application on a **WHITE** or **YELLOW** application form for more than the total number of the Public Offer Shares initially made available for subscription in either pool A or pool B under the Public Offer will be rejected and only one application on a **WHITE** or **YELLOW** application form (other than any application made on a **PINK** application form) may be made for the benefit of any person. 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, the Placing Shares under the Placing. Applications where cheques or banker's cashier order are dishonoured upon first presentation are liable to be rejected.

**Applications 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 to be allotted the Public Offer Shares in their own names should complete and sign the **WHITE** application forms. Applicants who would like to have the allotted Public Offer Shares issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for the credit of their investor participant stock accounts or the stock accounts of their designated CCASS participants maintained in CCASS should complete and sign the **YELLOW** application forms, copies of which, together with copies of the Prospectus, may be obtained during normal business hours from Tuesday, 30 April 2002 until 12:00 noon on Monday, 6 May 2002 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 Prospectus, together with the **PINK** application forms, have also been made available to full-time employees of the Group in Hong Kong. The **PINK** application forms, completed in accordance with the instructions printed thereon and accompanied by the appropriate remittance cheques or banker's cashier orders, must be returned to Ms. FAN Wing Wah, Vera, the Corporate Human Resources Manager of the Group, at 10th Floor, Tower II, South Seas Centre, 75 Mody Road, Tsimshatsui, Kowloon, Hong Kong by no later than 4:00 p.m. on Friday, 3 May 2002.

Preference will be given to applications from full-time employees of the Group in Hong Kong (excluding the Directors or chief executive of the Company, existing beneficial owners of the Shares or any of their respective associates) for a maximum of 1,560,000 Shares, representing 10 per cent. of the Public Offer Shares initially available under the Public Offer.

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The Share Offer is conditional upon fulfillment of the conditions as stated under “Conditions of the Share Offer” in the section headed “Structure of the Share Offer” in the Prospectus. If the conditions are not fulfilled on or before Thursday, 30 May 2002, all application money received from applicants under the Public Offer will be refunded, without interest, on the terms set out under the heading “Refund of your application money” on the application forms.

Copies of the Prospectus, together with the **WHITE** application forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 30 April 2002 until 12:00 noon on Monday, 6 May 2002 from:

1. **any participant of the Stock Exchange;**
2. **DBS Asia Capital Limited** of 16th Floor, Man Yee Building, 68 Des Voeux Road Central, Hong Kong;
3. **SBI E2-Capital (HK) Limited** of 4th Floor, Henley Building, 5 Queen's Road Central, Hong Kong;
4. **SBI E2-Capital Securities Limited** of 20th Floor, Henley Building, 5 Queen's Road Central, Hong Kong;
5. **Cazenove Asia Limited** of 5001, One Exchange Square, 8 Connaught Place, Central, Hong Kong;
6. **DBS Vickers (Hong Kong) Limited** of 19th Floor, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong;
7. **GC Securities Limited** of Room 2812, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong;
8. **ICEA Capital Limited** of 42nd Floor, Jardine House, 1 Connaught Place, Central, Hong Kong;
9. **Kingsway SW Securities Limited** of 5th Floor, Hutchison House, 10 Harcourt Road, Central, Hong Kong;
10. **OpenOffering Capital Limited** of 4th Floor, Henley Building, 5 Queen's Road Central, Hong Kong;
11. **Phillip Securities (HK) Ltd.** of 11th Floor, United Centre, 95 Queensway, Admiralty, Hong Kong; or
12. any of the following branches of **Standard Chartered Bank**:

<b>Hong Kong Island:</b>	The Landmark Branch	The Landmark, 15 Queen's Road Central
	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A Des Voeux Road, Central
	Exchange Square Branch	Shop 101, One Exchange Square, 8 Connaught Place, Central
	Leighton Centre Branch	Shop 12-16, Upper Ground Floor, Leighton Centre, 77 Leighton Road, Causeway Bay
	North Point Centre Branch	284 King's Road, North Point
	Taikoo Place Branch	Ground Floor, 969 King's Road Quarry Bay

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<b>Kowloon:</b>	Kwun Tong Branch	88–90 Fu Yan Street, Kwun Tong
	Mongkok Bank Centre Branch	Bank Centre, 630–636 Nathan Road, Mongkok
	Tsimshatsui Branch	10 Granville Road, Tsimshatsui
	Cheung Sha Wan Branch	828 Cheung Sha Wan Road, Cheung Sha Wan
<b>New Territories:</b>	Tsuen Wan Branch	Basement First Floor, Emperor Plaza, 263 Sha Tsui Road, Tsuen Wan

Completed **WHITE** and **YELLOW** application forms (to which cheques or banker's cashier orders should be securely stapled) should be deposited in the special collection boxes provided at any of the branches of **Standard Chartered Bank** referred to above on the following dates during the following times:

Tuesday, 30 April 2002	—	9:00 a.m. to 4:00 p.m.
Thursday, 2 May 2002	—	9:00 a.m. to 4:00 p.m.
Friday, 3 May 2002	—	9:00 a.m. to 4:00 p.m.
Saturday, 4 May 2002	—	9:00 a.m. to 12:00 noon
Monday, 6 May 2002	—	9:00 a.m. to 12:00 noon

Subject to the terms and conditions set out in the Prospectus and the application forms, completed **WHITE** and **YELLOW** application forms must be received by no later than 12:00 noon on Monday, 6 May 2002 (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 in Hong Kong as described under “Effect of bad weather on the opening of the application lists of the Public Offer” in the section headed “How to apply for the Public Offer Shares” in the Prospectus). Announcements on the level of indication of interests in the Placing and the results of applications and the basis of allotment of the Public Offer Shares (with wholly and partially successful applicants' Hong Kong identity card numbers/passport numbers/Hong Kong business registration certificate numbers, where appropriate) will be published in South China Morning Post (in English) and Hong Kong Economic Times and Sing Tao Daily (in Chinese) on Thursday, 9 May 2002.

If you have applied for 1,000,000 Public Offer Shares or more on a **WHITE** application form and have indicated on your application form that you will collect your Share certificate(s) and/or refund cheque (if any) in person, you may collect the same in person from Standard Registrars Limited at 5th Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the newspapers as the date of despatch of Share certificates and refund cheques. This is expected to be Thursday, 9 May 2002. You must show your identification documents to collect your Share certificate(s) and/or refund cheque (if any). If you do not collect your Share certificate(s) and/or refund cheque (if any) within the time specified, the same will be sent to the address on your application form after the expiry of the time for collection by ordinary post and at your own risk. If you have not indicated on your application form that you will collect your Share certificate(s) and/or refund cheque (if any) or if you have applied for less than 1,000,000 Public Offer Shares, then your Share certificate(s) and/or refund cheque (if any) will be sent to the address on your application form by ordinary post and at your own risk on Thursday, 9 May 2002. No receipt will be issued for application money paid. The Company will not issue temporary evidence of title.

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If you have applied for 1,000,000 Public Offer Shares or more on a **YELLOW** application form and have indicated on your application form that you will collect your refund cheque (if any) in person, please follow the instruction for collection of refund cheques as set out for the **WHITE** application form above.

If you have applied for the Public Offer Shares on a **YELLOW** application form and your application is wholly or partially successful, your Share certificate will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your CCASS investor participant stock account or the stock account of your designated CCASS participant as indicated by you in the application form by the close of business on Thursday, 9 May, 2002 or, under contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited. You should check the number of Public Offer Shares allotted to you with your designated CCASS participant if you are applying through a designated CCASS participant, or via the CCASS Phone System and CCASS Internet System, if you are applying as a CCASS investor participant. For CCASS investor participants, HKSCC will also mail to you an activity statement showing the number of the Public Offer Shares credited to your investor participant stock account.

If your application is wholly or partially unsuccessful, the Company will refund application money, brokerage, the transaction levy imposed by the Securities and Futures Commission and the Stock Exchange trading fee to you **without interest**. All refunds will be made by a cheque crossed "Account payee only", and made out to you or, if you are joint applicants, to the first-named applicant on your application form on the terms set out under "Refund of your money" on the application form. Refund cheque will be sent to the address on your application form or if you are joint applicants to the address of the first-named applicant on your applicant form by ordinary post and at your own risk on Thursday, 9 May 2002.

By Order of the Board  
**Linmark Group Limited**  
**WANG Lu Yen**  
*Chairman*

Hong Kong, 30 April 2002

*\*For identification purpose only*

*Please also refer to the published version of this announcement in the (South China Morning Post)*