



天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

## EXPIRY OF SUBSCRIPTION RIGHTS ATTACHING TO THE 2004 WARRANTS

Subscription rights attaching to the 2004 Warrants will expire after the close of business at 4:00 p.m. on Friday, 3rd December, 2004. The latest time to exercise the subscription rights attaching to the 2004 Warrants is 4:00 p.m. on Friday, 3rd December, 2004.

The last trading day of the 2004 Warrants on the Stock Exchange is expected to be Tuesday, 30th November, 2004. Application will be made to the Stock Exchange for the withdrawal of listing of the 2004 Warrants with effect from the close of business on Friday, 3rd December, 2004.

The board of directors of Tian An China Investments Company Limited (the “Company”) wishes to remind the holders of the existing outstanding 2004 Warrants of the Company (Stock Code: 390) (the “2004 Warrants”) that in accordance with the terms and conditions of the instrument constituting the 2004 Warrants dated 30th November, 2001 (the “Instrument”), the subscription rights attaching to the 2004 Warrants which have not been exercised will expire after the close of business at 4:00 p.m. on Friday, 3rd December, 2004. Each 2004 Warrant entitles the holder thereof to subscribe for new share of HK\$0.20 each (the “Share”) in the share capital of the Company at the adjusted subscription price of HK\$2.00 per Share (subject to adjustment) until 4:00 p.m. on Friday, 3rd December, 2004. Any subscription rights attaching to the 2004 Warrants which have not been exercised by the close of business at 4:00 p.m. on Friday, 3rd December, 2004 will lapse and the certificates for the 2004 Warrants will cease to be valid for any purpose.

In respect of the expiry of the 2004 Warrants, the Company has made the following arrangements regarding the dealings in, transfers of and exercise of the subscription rights attaching to the 2004 Warrants:

1. **The last trading day of the 2004 Warrants on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) is expected to be Tuesday, 30th November, 2004 and trading of the 2004 Warrants on the Stock Exchange will cease after the close of business at 4:00 p.m. on Tuesday, 30th November, 2004. The listing of the 2004 Warrants will be withdrawn from the Stock Exchange at the close of business at 4:00 p.m. on Friday, 3rd December, 2004.** Application will be made to the Stock Exchange for the withdrawal of listing of the 2004 Warrants with effect from the close of business on Friday, 3rd December, 2004.
2. Registered holders of the 2004 Warrants who wish to exercise in whole or in part of any of the subscription rights attaching thereto must lodge with the registrar of the Company in Hong Kong, Secretaries Limited (the “Registrar”), at Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong the followings **by no later than 4:00 p.m. on Friday, 3rd December, 2004:**
  - (a) the relevant certificate(s) of the 2004 Warrants;
  - (b) the duly completed and signed subscription form(s); and
  - (c) the relevant subscription monies.
3. Holders of the 2004 Warrants who have not registered the 2004 Warrants in their names and who wish to exercise in whole or in part of any of the subscription rights attaching thereto must lodge with the Registrar at the above-mentioned address the followings **by no later than 4:00 p.m. on Friday, 3rd December, 2004:**
  - (a) the duly executed and stamped instrument(s) of transfer(s) and/or other document(s) of title;
  - (b) the relevant certificate(s) of the 2004 Warrants;
  - (c) the duly completed and signed subscription form(s); and
  - (d) the relevant subscription monies.

Under the terms of the Instrument, the Company has 28 days from the day of exercise of the subscription rights attaching to the 2004 Warrants within which to issue such new Shares. Subscription forms and the relevant accompanying documentation which are lodged with the Registrar later than 4:00 p.m. on Friday, 3rd December, 2004 will not be accepted. Shares to be issued pursuant to the exercise of the subscription rights attaching to the 2004 Warrants will, when issued, rank pari passu in all respects with the then existing issued Shares.

The closing prices of the Shares and the 2004 Warrants quoted on the Stock Exchange on 28th October, 2004, being the date of this announcement, were HK\$2.10 per Share and HK\$0.011 per 2004 Warrant respectively.

A circular relating to the above will be despatched to the holders of 2004 Warrants and, for information only, to the shareholders of the Company as soon as practicable.

Holders of the 2004 Warrants, who are in doubt as to their position or to the actions to be taken should consult their stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

By Order of the Board  
Tian An China Investments Company Limited  
Cindy Yung Yee Mei  
Company Secretary

Hong Kong, 28th October, 2004

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Patrick Lee Seng Wei (Chairman), Mr. Ng Qing Hai (Managing Director), Mr. Ma Sun, Mr. Edwin Lo King Yau and Mr. Li Chi Kong being the Executive Directors, Mr. Moses Cheng Mo Chi and Miss Lisa Yang Lai Sum being the Non-Executive Directors, and Mr. Francis J. Chang Chu Fai, Mr. Goodwin Gaw, Mr. Ngai Wah Sang and Mr. Xu Su Jing being the Independent Non-Executive Directors.*