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# SHENZHEN HIGH-TECH HOLDINGS LIMITED

## 深圳科技控股有限公司

(Incorporated in Bermuda with limited liability)  
(Stock Code: 106)

### SHARE CONSOLIDATION AND CHANGE OF BOARD LOT SIZE RESULTS OF SGM ADJUSTMENTS TO BE MADE OF THE SHARE OPTIONS UPON SHARE CONSOLIDATION BECOMING EFFECTIVE

The Board is pleased to announce that at the SGM of the Company held on 12 February 2007, the ordinary resolution approving the Share Consolidation has been duly passed by the Shareholders present and voting in person or by proxy, on a show of hands. The Listing Committee of the Stock Exchange has also granted the listing of, and permission to deal in, the Consolidated Shares. All the conditions of the Share Consolidation have therefore been satisfied. Accordingly, the Share Consolidation will become effective on 13 February 2007 and trading in the Consolidated Shares in board lots of 2,000 Consolidated Shares in the form of existing light blue share certificates will commence at 9:30 a.m. on 13 February 2007.

In accordance with (a) the rules of the share option scheme of the Company; (b) Rule 17.03(13) of the Listing Rules; and (c) the supplementary guidance issued by the Stock Exchange dated 5 September 2005, adjustments to the exercise price of and the number of shares falling to be allotted and issued in respect of the Share Options will be made.

#### SHARE CONSOLIDATION AND CHANGE OF BOARD LOT SIZE

##### Results of SGM

Reference is made to the announcement and the circular of the Company dated 28 December 2006 and 15 January 2007 respectively in relation to, inter alia, the Share Consolidation and change of board lot size. Unless the context otherwise requires, defined terms used herein shall have the same meanings as given to them in the said announcement and circular.

The Board is pleased to announce that at the SGM of the Company held on 12 February 2007, the ordinary resolution approving the Share Consolidation has been duly passed by the Shareholders present and voting in person or by proxy, on a show of hands. The Listing Committee of the Stock Exchange has also granted the listing of, and permission to deal in, the Consolidated Shares. All the conditions of the Share Consolidation have therefore been satisfied. Accordingly, the Share Consolidation will become effective on 13 February 2007 and trading in the Consolidated Shares in board lots of 2,000 Consolidated Shares in the form of existing light blue share certificates will commence at 9:30 a.m. on 13 February 2007.

Following the Share Consolidation, the authorised share capital of the Company shall become HK\$300,000,000 divided into 1,500,000,000 Consolidated Shares of HK\$0.20 each, of which 998,122,059 Consolidated Shares are in issue and fully paid or credited as fully paid.

##### Administrative arrangements

Shareholders may refer to the announcement and the circular of the Company dated 28 December 2006 and 15 January 2007 respectively for detailed information on, and the related timetable for the operation of the odd lot matching facility, the free exchange of share certificates and trading arrangement for the Consolidated Shares.

#### ADJUSTMENTS TO BE MADE IN RESPECT OF THE EXERCISE PRICE AND THE NUMBER OF OUTSTANDING SHARE OPTIONS

In accordance with (a) the rules of the share option scheme of the Company; (b) Rule 17.03(13) of the Listing Rules; and (c) the supplementary guidance issued by the Stock Exchange dated 5 September 2005, adjustments to the exercise price and the number of shares falling to be allotted and issued in respect of the Share Options will be made.

The Company has received a certificate from its financial adviser, Polaris Securities (Hong Kong) Limited, in connection with the relevant adjustments.

The following table sets out the adjustments that will be made with effect from 13 February 2007:

Share option scheme	Number of Share Options outstanding prior to the Share Consolidation as at the date hereof	Exercise price per Share prior to the Share Consolidation becoming effective (HK\$)	Adjusted number of Share Options outstanding upon the Share Consolidation becoming effective	Adjusted exercise price per Consolidated Share (HK\$)
Share option scheme adopted on 17 November 2000	101,554,100	0.1945	5,077,705	3.890
Share options granted on 7 July 1997	900,000	0.3800	45,000	7.600
Share option scheme adopted on 30 May 2002	15,000,000	0.0754	750,000	1.508

#### GENERAL

Shareholders are recommended to consult their licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser if they are in doubt about any of the matter contained in this announcement.

By order of the Board  
**Shenzhen High-Tech Holdings Limited**  
**Wong Chung Tak**  
Chairman

Hong Kong, 12 February 2007

As at the date of this announcement, the Board of the Company comprises two executive Directors, namely Mr. Wong Chung Tak and Mr. Tse Kam Fai, one non-executive Director, namely Mr. Wong Ngo, Derick, and three independent non-executive Directors, namely Mr. Lee Kuo Ching, Stewart, Mr. Liu Sing Piu, Chris, and Miss Chong Kally.