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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)

### COMPLETION ANNOUNCEMENT

The Board is pleased to announce that the Acquisition has been completed on 19 August 2009.

Reference is made to the announcement of Shenzhen High-Tech Holdings Limited (the "Company") dated 16 June 2009 and the circular despatched to the shareholders of the Company on 31 July 2009 (the "Circular") in relation to, inter alia, the Supplemented Agreement and the Whitewash Waiver.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the Circular.

The Board is pleased to announce that all the conditions of the Supplemented Agreement have been fulfilled and the Acquisition has been completed on 19 August 2009.

Set out below is the shareholding structure of the Company (i) as at the date of this announcement; (ii) immediately upon Completion assuming no New Warrants and share options are exercised; and (iii) immediately upon Completion assuming the New Warrants and share options are exercised in full.

Name of Shareholders	Existing		Upon Completion assuming no New Warrants and share options are exercised		Upon Completion assuming that the New Warrants and share options are exercised in full (Note 1)	
	No. of Shares held	%	No. of Shares held	%	No. of Shares held	%
<i>The Vendor and parties acting in concert with it :</i>						
- Thing On Group Limited (Note 2)	356,589,589	29.31	356,589,589	19.10	356,589,589	16.65
- The Vendor (Note 2)	-	-	650,000,000	34.83	650,000,000	30.35
<i>Sub-total :</i>	356,589,589	29.31	1,006,589,589	53.93	1,006,589,589	47.00
<i>Directors :</i>						
Tse Kam Fai	-	-	-	-	7,100,000	0.33
Wong Ngo, Derick	-	-	-	-	6,900,000	0.32

Chong Kally	-	-	-	-	6,900,000	0.32
<i>Sub-total :</i>	-	-	-	-	20,900,000	0.97
<i>Public Shareholders :</i>						
Power Ace Limited (Note 3)	-	-	-	-	120,000,000	5.61
Willfame Group Limited (Note 3)	60,000,000	4.93	60,000,000	3.21	60,000,000	2.80
Time Favour Limited (Note 4)	-	-	-	-	120,000,000	5.61
Year Top Limited (Note 4)	30,524,000	2.51	30,524,000	1.64	30,524,000	1.43
Other public Shareholders	<u>769,492,470</u>	<u>63.25</u>	<u>769,492,470</u>	<u>41.22</u>	<u>783,492,470</u>	<u>36.58</u>
	<u>1,216,606,059</u>	<u>100.00</u>	<u>1,866,606,059</u>	<u>100.00</u>	<u>2,141,506,059</u>	<u>100.00</u>

Notes :

- (1) The assumption does not take into account any exercise of the share options by the Guarantor or his spouse, Ms. Ng Ka Fong Jenny. The Guarantor and Ms. Ng Ka Fong Jenny have undertaken that they will not exercise their respective options from the date of the Agreement up to and inclusive of the Completion Date.
- (2) The entire issued share capital of the Vendor is wholly and beneficially owned by Thing On Holdings International Limited, a company wholly and beneficially owned by Thing On Group Limited which is in turn wholly and beneficially owned by Mr. Wong Chung Tak, an executive Director and the Chairman of the Company.
- (3) Each of Power Ace Limited and Willfame Group Limited is wholly-owned by Ms. Juvy Ngo Ting.
- (4) Each of Time Favour Limited and Year Top Limited is wholly-owned by Ms. Lucy Tin Chua.

By Order of the Board  
**Shenzhen High-Tech Holdings Limited**  
**Chan Yuen Ying, Stella**  
*Company Secretary*

Hong Kong, 19 August 2009

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

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*