

Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as defined in the prospectus (the "Prospectus") of New Focus Auto Tech Holdings Limited (the "Company") dated 17 February 2005.

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 Agreement by notice in writing to be given by the Joint Lead Managers (acting on behalf of the Underwriters) upon the occurrence of any of the events set forth under "Grounds for termination" in the section headed "Underwriting" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on 28 February 2005 (the "Termination Time"). Such events include, but without limitation to, acts of government, strikes, lock-outs, fire, explosion, flooding, civil commotion, acts of war, acts of God or accident. Accordingly, any certificate relating to the Offer Shares issued by the Company or deposited into the Central Clearing and Settlement System ("CCASS") prior to the Termination Time will not constitute evidence of title to the Offer Shares. Investors who trade the Offer Shares on the basis of publicly available allocation results or other information prior to the Termination Time will do so entirely at their own risk.

NFA[®] New Focus Auto Tech Holdings Limited
新焦點汽車技術控股有限公司*
(Incorporated in the Cayman Islands with limited liability)

**LISTING ON THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF PLACING AND PUBLIC OFFER**

Number of Offer Shares	: 100,000,000 Shares
Number of Public Offer Shares	: 10,000,000 Shares (subject to reallocation)
Number of Placing Shares	: 90,000,000 Shares (subject to reallocation)
Offer Price	: Not more than HK\$0.94 per Offer Share (payable in full on application and subject to refund) and expected to be not less than HK\$0.70 per Offer Share
Nominal value	: HK\$0.10 each
Stock code	: 360

Sponsor and Joint Lead Manager



Barits Securities (Hong Kong) Limited

Co-Sponsors and Joint Lead Managers

 **博大資本國際有限公司**
Partners Capital International Limited


SBI Crosby Limited

Underwriters

First Shanghai Securities Limited
Guotai Junan Securities (Hong Kong) Limited
Shenyin Wanguo Capital (H.K.) Limited
Worldwide Finance (Securities) Limited

Grand Vinco Capital Limited
Kingsway Financial Services Group Limited
TIS Securities (HK) Limited
YF Securities Company Limited

Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the shares of HK\$0.10 each (the "Shares") in the share capital of the Company in issue and to be issued as described in the Prospectus and the Application Forms relating thereto, including any Shares which may fall to be issued under the Share Offer, the Capitalisation Issue and any Shares to be issued pursuant to the exercise of the options which may be granted under the Share Option Scheme. Dealings in the Shares on the Stock Exchange are expected to commence at 9:30 a.m. on 28 February 2005. Subject to the granting of the listing of, and permission to deal in the Shares on the Main Board of the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Shares on the Stock Exchange or any such other date as determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The Share Offer of 100,000,000 new Shares (the "Offer Shares") comprises an offer for subscription (the "Public Offer") of initially 10,000,000 new Shares (the "Public Offer Shares") to be offered to members of the public in Hong Kong and a placing (the "Placing") of initially 90,000,000 new Shares (the "Placing Shares") to professional, institutional and/or individual investors. The allocation of the Offer Shares between the Placing and the Public Offer is subject to reallocation. If the Public Offer is not fully subscribed, the Joint Lead Managers have the authority to reallocate all or any of the unsubscribed Public Offer Shares originally included in the Public Offer to the Placing (or vice versa, as appropriate) in such proportion and manner as they consider appropriate.

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 (that is, 10,000,000 Shares) under the Public Offer will be rejected and only one application on a **WHITE** or **YELLOW** 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 received or applied for and will not receive or apply for any Placing Shares under the Placing. Applications where cheques or banker's cashier orders 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 CCASS 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 9:00 a.m. on Thursday, 17 February 2005 until 12:00 noon on Tuesday, 22 February 2005 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.

The Share Offer is conditional upon fulfillment of the conditions as stated under the paragraph headed "Conditions of the Share Offer" in the section headed "Structure and conditions of the Share Offer" in the Prospectus. If the conditions are not fulfilled on or before the dates and times specified in the Underwriting Agreement (unless and to the extent such conditions are validly waived on or before such dates and times) and in any event not later than 19 March 2005, being the long stop date which is 30 days after the date of the prospectus, the Share Offer will lapse and a press announcement will be made in such event in The Standard in English and in the Hong Kong Economic Times in Chinese. All application moneys received from applicants under the Public Offer will be refunded, without interest, on the terms set out under the heading "Refund of your application moneys" on the Application Forms.

The Offer Price will be not more than HK\$0.94 per Offer Share (payable in full on application and subject to refund) and is currently expected to be not less than HK\$0.70 per Offer Share. The Offer Price is expected to be determined by agreement between the Company and the Joint Lead Managers (on behalf of the Underwriters) at or before 5:00 p.m. on 23 February, 2005. If, for any reason, the Offer Price is not agreed between the Company and the Joint Lead Managers (on behalf of the Underwriters), the Share Offer will not become unconditional and will lapse immediately. Applicants under the Public Offer should note that save under the circumstances as set out in the paragraph headed "Circumstances in which an applicant will not be allotted the Public Offer Shares" under the section headed "How to apply for the Public Offer Shares" in the Prospectus, applications for the Public Offer Shares cannot be withdrawn once submitted. Applicants for the Public Offer Shares must pay the maximum Offer Price of HK\$0.94 per Offer Share together with 1% brokerage, 0.005% Stock Exchange trading fee, 0.005% SFC transaction levy and 0.002% SFC investor compensation levy.

The Offer Price range set out above is indicative only, which may be reduced below that stated above at any time not later than the morning of the day which is the last day for lodging applications under the Public Offer (i.e. expected to be on Tuesday, 22 February 2005). In such a case, the Company will, as soon as practicable following the decision to make such reduction, and in any event not later than the morning of the day which is the last day for lodging applications under Public Offer cause to be published in the The Standard (in English)

* For identification purpose only

and the Hong Kong Economic Times (in Chinese) notice of such a change. **Applicants should have regard to the possibility that any announcement of a reduction in the indicative Offer Price range may not be made until the day which is the last day for lodging applications under the Public Offer.** Applicants under the Public Offer should also note that, even if the indicative Offer Price is so reduced, in no circumstances can applications be withdrawn once submitted, except where a person responsible for the Prospectus under section 40 of the Companies Ordinance gives a public notice under that section before the expiration of the fifth day after the time of the opening of the application lists (excluding any day which is a Saturday, Sunday or public holiday in Hong Kong) which limits the responsibility of that person for the Prospectus. In such event, applicants may only revoke their applications before the expiration of the said fifth day after the time of the opening of the application lists (excluding any day which is Saturday, Sunday or public holiday in Hong Kong).

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 17 February 2005 until 12:00 noon on Tuesday, 22 February 2005 from:

- 1. Barits Securities (Hong Kong) Limited, Room 3406, 34/F., Edinburgh Tower, The Landmark, 15 Queen’s Road Central, Hong Kong;
- 2. Partners Capital International Limited, Room 1305, 13/F., 9 Queen’s Road Central, Hong Kong;
- 3. SBI Crosby Limited, Suites 3711-3715, Jardine House, One Connaught Place, Central, Hong Kong;
- 4. First Shanghai Securities Limited, 19/F., Wing On House, 71 Des Voeux Road Central, Hong Kong;
- 5. Grand Vinco Capital Limited, Room 4909-4910, The Center, 99 Queen’s Road Central, Central, Hong Kong;
- 6. Guotai Junan Securities (Hong Kong) Limited, 27th Floor, Low Block, Grand Millennium Plaza, 181 Queen’s Road Central, Hong Kong;
- 7. Kingsway Financial Services Group Limited, 5/F., Hutchison House, 10 Harcourt Road, Central, Hong Kong;
- 8. Shenyin Wanguo Capital (H.K.) Limited, 28/F., Citibank Tower, Citibank Plaza, 3 Garden Road, Central, Hong Kong;
- 9. TIS Securities (HK) Limited, Unit 1010, 10/F., Tower 2 Lippo Centre, 89 Queensway, Hong Kong;
- 10. Worldwide Finance (Securities) Limited, 16th Floor, Guangdong Investment Tower, 148 Connaught Road Central, Hong Kong;
- 11. YF Securities Company Limited, 11/F., CMA Building, 64-66 Connaught Road Central, Hong Kong; and
- 12. any of the following branches of **BANK OF CHINA (HONG KONG) LIMITED**:

Hong Kong Islands	: Bank of China Tower Branch	3rd Floor, 1 Garden Road, Central
	: Central District (Wing On House) Branch	71 Des Voeux Road Central
	: 409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai
	: North Point Branch	G/F., Roca Centre, 464 King’s Road, North Point
Kowloon	: Shanghai Street (Mong Kok) Branch	611-617 Shanghai Street, Mong Kok
	: Tsim Sha Tsui East Branch	Shop G02-03, Inter-Continental Plaza, 94 Granville Road, TST
	: Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road
	: Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
New Territories	: Castle Peak Road (Tsuen Wan) Branch	201-207 Castle Peak Road, Tsuen Wan
	: Lucky Plaza Branch	Lucky Plaza, Wang Pok Street, Shatin

Completed **WHITE** and **YELLOW** Application Forms (to which cheques or banker’s cashier orders should be securely stapled, with payment in Hong Kong dollars for the full amount payable on application and made payable to “Bank of China (Hong Kong) Nominees Limited — New Focus Auto Public Offer”) should be deposited in the special collection boxes provided at any of the branches of **BANK OF CHINA (HONG KONG) LIMITED** referred to above on the following dates during the following times:

- Thursday, 17 February 2005 : 9:00 a.m. to 4:00 p.m.**
- Friday, 18 February 2005 : 9:00 a.m. to 4:00 p.m.**
- Saturday, 19 February 2005 : 9:00 a.m. to 12:00 noon**
- Monday, 21 February 2005 : 9:00 a.m. to 4:00 p.m.**
- Tuesday, 22 February 2005 : 9:00 a.m. to 12:00 noon**

The application lists of the Public Offer will open from 11:45 a.m. (Hong Kong time) to 12:00 noon (Hong Kong time) on 22 February 2005.

Subject to the terms and conditions set out in the Prospectus and the Application Forms, completed **WHITE** and **YELLOW** Application Forms (with payment attached) must be received no later than 12:00 noon on Tuesday, 22 February 2005 (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.

If an application is rejected, not accepted or accepted in part only or if the final Offer Price is not agreed or if the Offer Price finally agreed is less than the maximum Offer Price of HK\$0.94 per Public Offer Share or the conditions of the Share Offer described under the paragraph headed “Conditions of the Share Offer” in the section headed “Structure and conditions of the Share Offer” in the Prospectus are not fulfilled in accordance with their terms or if any application is revoked or any allotment pursuant thereto has become void, the application moneys, or the appropriate portion thereof, together with the related brokerage fee, Stock Exchange trading fee, SFC transaction levy and SFC investor compensation levy, will be refunded **WITHOUT INTEREST**. It is intended that special efforts will be made to avoid any undue delay in refunding application moneys where appropriate. All refunds will be made by cheque(s) crossed “Account payee only”, and made out to you or, if you are joint applicants, to the first-named applicant on your application on the terms set out under the section headed “Refund of your application money” on the relevant Application Forms. 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(s) (if any) in person, you may collect the same in person from the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at Room 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong between 9:00 a.m. and 1:00 p.m. on the Despatch Date. This is expected to be on or before Friday, 25 February 2005. You must show your identification documents to collect your Share certificate(s) and/or refund cheque(s) (if any). Applicants being individuals who opt for personal collection must not authorise any other person to make collection on their behalf. You must show your identification documents which must be acceptable to Computershare Hong Kong Investor Services Limited and correspond to the information contained in your Application Form to collect your Share certificate(s) and/or refund cheque(s) (if any). Applicants being corporations which opt for personal collection must attend by their authorised representatives bearing letters of authorisation from their corporation stamped with the company’s chop. Their authorised representatives must produce at the time of collection evidence acceptable to Computershare Hong Kong Investor Services Limited. If you do not collect your share Certificate(s) and/or refund cheque(s) (if any) within the time specified, the same will be sent to the address stated on your Application Form on or shortly after 1:00 p.m. on the Despatch Date 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(s) (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(s) (if any) will be sent to the address stated on your Application Form by ordinary post and at your own risk on or shortly after 25 February 2005. No receipt will be issued for application moneys paid. The Company will not issue temporary evidence of title.

If you have applied for the Public Offer Shares on a **YELLOW** Application Form and your application(s) is wholly or partially successful, your Share certificate(s) 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 indicated by you in the Application Form at the close of business on Friday, 25 February 2005, 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 in the announcement to be published by the Company on or about Friday, 25 February 2005 and report any discrepancies to HKSCC before 5:00 p.m. on Friday, 25 February 2005 or such date as shall be determined by HKSCC or HKSCC Nominee Limited. Immediately after the credit of the Public Offer Shares to your stock account, you can also check your new account balance via the CCASS Phone System and CCASS Internet System. For CCASS investor participants, HKSCC will also make available to you an activity statement showing the number of the Public Offer Shares credited to your investor participant stock account.

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(s) (if any) in person, please follow the instruction for collection of refund cheque(s) as set out for the **WHITE** Application Form above.

The final Offer Price, the level of indication of interest in the Placing, the results of applications and the basis of allocation of the Public Offer, the number of Shares, if any, reallocated between the Placing and the Public Offer and the Hong Kong Identity Card number/passport number/Hong Kong business registration certificate number of successful applicants will be announced in The Standard (in English) and the Hong Kong Economic Times (in Chinese) on or before Friday, 25 February 2005.

Part of the Hong Kong identity card number/passport number of an applicant, or, if there are joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant, provided by the respective applicant may be printed on the refund cheque, if any. Such data will also be transferred to a third party for refund purpose. The banker of the respective applicant may require verification of his/her Hong Kong identity card number/passport number before encashment of the refund cheque. Inaccurate completion of Hong Kong identity card number/passport number may lead to delay in encashment of or may invalidate the refund cheque.

The Share certificates will only become valid evidence of title if the Public Offer has become unconditional and the Underwriting Agreement has not been terminated in accordance with its terms.

As at the date of this announcement, the directors of the Company are:

Executive Directors

Hung Wei-Pi, John, Wu Kwan-Hong, Hung Ying-Lien, Lu Yuan Cheng, Liao Jung-Chun, Jin Xiao-Yan, Douglas Charles Stuart Fresco, Norman L. Matthew

Non-executive Director

Hong Jian-Bie

Independent Non-executive Directors

Du Haibo, Ma Fei, Zhou Tai-Ming, Uang Chii-Maw

By order of the Board
New Focus Auto Tech Holdings Limited
Hung Wei-Pi, John
Chairman