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BOTO INTERNATIONAL HOLDINGS LIMITED

寶途集團國際有限公司*

(incorporated in Bermuda with limited liability)

RESULT OF SPECIAL GENERAL MEETING AND RELEASE OF POSSIBLE PRICE SENSITIVE INFORMATION

- The Board is pleased to announce that the resolution approving the Share Premium Transfer and the Special Cash Dividend was duly passed at the Second Special General Meeting held on 30th August, 2002.
- The Board is considering (i) a proposal to consolidate the Shares; and (ii) a possible acquisition of the minority interest in Imagi Production Limited, a 82.5% owned subsidiary of the Company. Save for the aforesaid proposals and the Special Cash Dividend, the Board is not aware of any other matter which is or may be of a price-sensitive nature.
- Trading in the Shares was suspended at the request of the Company with effect from 11:20 a.m. on Friday, 30th August, 2002 pending the release of this announcement. An application has been made to the Stock Exchange for resumption in trading of the Shares with effect from 09:30 a.m. on Monday, 2nd September, 2002.

Reference is made to the circular issued by the Company on 2nd August, 2002 (the "Circular"). Terms used in this announcement shall have the same meanings as defined in the Circular.

Result of the Second Special General Meeting

The Board is pleased to announce that the resolution approving the Share Premium Transfer and the Special Cash Dividend was duly passed at the Second Special General Meeting held on 30th August, 2002.

It is expected that payment of the Special Cash Dividend will be made either by cheques to be despatched by post or by direct bank transfer (where appropriate) on 4th September, 2002 to Shareholders whose names appear on the register of members of the Company on 30th August, 2002.

Possible price sensitive information

The Board has noted the recent increases in the price of the Shares of the Company and wish to state that it is not aware of any reason for such increase, save for the following:

- (i) Special Cash Dividend;
- (ii) the Board is considering a proposal to consolidate the Shares; and
- (iii) the Board is considering a possible acquisition of the minority interest in Imagi Production Limited, a 82.5% owned subsidiary of the Company.

The proposed share consolidation and the possible acquisition are both at an initial stage of consideration. Details on the basis of consolidation and terms and conditions of the acquisition are yet to be determined. Shareholders and potential investors should note that these two proposals may or may not proceed. The Company will comply with the relevant provisions of the Listing Rules if it proceeds with either or both of the proposals.

Save for the aforesaid, the Board confirms that there are no negotiations or agreements relating to intended acquisitions or realisations which are discloseable under paragraph 3 of the Listing Agreement, nor is the Board aware of any matter discloseable under the general obligation imposed by paragraph 2 of the Listing Agreement, which is or may be of a price sensitive nature.

General

Trading in the Shares was suspended at the request of the Company with effect from 11:20 a.m. on Friday, 30th August, 2002 pending the release of this announcement. An application has been made to the Stock Exchange for resumption in trading of the Shares with effect from 09:30 a.m. on Monday, 2nd September, 2002.

By order of the board of Directors
Kao Cheung Chong, Michael
Chairman and Managing Director

Hong Kong, 30th August, 2002

* For identification only