

This announcement is for information purposes 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 should note that the Lead Underwriter, for itself and on behalf of the Co-Lead Underwriter, has the right in certain circumstances, at the sole discretion of the Lead Underwriter to terminate the obligations of the Joint Underwriters pursuant to the Underwriting Agreement at any time prior to 8:00 a.m. on the Listing Date.

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus of Winbox International (Holdings) Limited (the “Company”) dated 24 May 2006 (the “Prospectus”).



WINBOX INTERNATIONAL (HOLDINGS) LIMITED

永保時國際 (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 PUBLIC OFFER

Number of Public Offer Shares : 20,000,000 Shares
Offer Price : HK\$0.55 per Share, payable in full on application, plus brokerage of 1%, SFC transaction levy of 0.005% and Stock Exchange trading fee of 0.005%
Nominal value : HK\$0.05 per Share
Stock code : 474

Sponsor



Goldbond Capital (Asia) Limited

Lead Underwriter

Co-Lead Underwriter



Goldbond Securities Limited



SBI E2-Capital Securities Limited

Application has been made to the Listing Committee for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus and the Application Forms relating thereto (including the additional Shares to be issued pursuant to the exercise of the options granted under the Pre-Listing Share Option Scheme and any options that 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 Tuesday, 6 June 2006. Applications for the Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and in the Application Forms. The total number of the Public Offer Shares is to be divided into two pools for allocation purposes: pool A and pool B. It should be noted that multiple applications or suspected multiple applications, or any application for more than 100% of the Public Offer Shares initially offered for sale by the Selling Shareholders in either pool A or pool B for purchase by the public, on a **WHITE** or **YELLOW** Application Form or applications where cheques or banker's cashier orders are dishonoured upon first presentation, will be rejected. Only one application on a **WHITE** or **YELLOW** Application Form may be made for the benefit of any person. Subject to the granting of the listing of, and permission to deal in, the Shares on 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 Listing Date or 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.

Acceptance of all applications for the Public Offer Shares is conditional on the conditions as stated in the paragraph headed "Conditions of the Public Offer" in the section headed "Structure of the Public Offer" of the Prospectus. Investors applying for Shares under the Public Offer must pay, on application, the Offer Price of HK\$0.55 for each Public Offer Share together with a brokerage of 1%, SFC transaction levy of 0.005% and Stock Exchange trading fee of 0.005% on each Public Offer Share.

If the Public Offer does not become unconditional, all application monies received from applicants under the Public Offer will be refunded, **WITHOUT INTEREST**, on the terms set out under the paragraph headed "Despatch and collection of share certificates and/or refund cheques and deposit of share certificates into CCASS" in the section headed "How to apply for the Public Offer Shares" of the Prospectus. Refund will be made if an application is rejected, not accepted or accepted in part only or if an application is revoked or any transfer has become void. Applicants who have applied for 1,000,000 Public Offer Shares or more and who have elected in their application forms to collect their refund cheque(s) (where relevant) and/or share certificates (where applicable) personally may do so from the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Monday, 5 June 2006. Uncollected share certificate(s) and refund cheque(s) will be despatched by ordinary post immediately thereafter at the applicants' own risk to the addresses or (in the case of joint applicants) the address of the first-named applicant specified in the relevant Application Forms. Applicants being individuals who opt

for personal collection may not authorise any other person to make collection on their behalf. Applicants being corporations, who opt for personal collection, must attend by their authorised representatives each bearing a letter of authorisation from such corporation stamped with the corporation's chop. Both individuals and authorised representatives must produce at the time of collection, evidence of identity acceptable to Computershare Hong Kong Investor Services Limited. For enquiries, please call the hotline of Computershare Hong Kong Investor Services Limited at (852) 2862 8628. Share certificates will only become valid certificates of title at or around 8:00 a.m. on the Listing Date provided that the Public Offer has become unconditional in all respects and the right of termination described in the section headed "Underwriting" of the Prospectus has not been exercised.

In relation to applicants who have applied for less than 1,000,000 Public Offer Shares, or applicants who have applied for 1,000,000 Public Offer Shares or more and have not elected in their Application Forms to collect their refund cheque(s) (where relevant) and/or share certificate(s) (where applicable) in person, their refund cheque(s) (where relevant) and/or share certificate(s) (for applicants using the **WHITE** Application Forms) will be sent by ordinary post at the applicants' own risk to the addresses or (in the case of joint applicants) the address of the first-named applicant specified in the relevant Application Forms on Monday, 5 June 2006.

Applicants who would like to be transferred Shares in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to have the Shares transferred in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS investor participant stock accounts or the stock accounts of their designated CCASS participants should complete and sign the **YELLOW** Application Forms.

Obtaining a copy of the Prospectus and the Application Forms

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 24 May 2006 until 12:00 noon on Monday, 29 May 2006 at:

Any participant of the Stock Exchange

or

Goldbond Securities Limited

3901B, 39th Floor, Tower 1
Lippo Centre
89 Queensway
Hong Kong

SBI E2-Capital Securites Limited

43rd Floor, Jardine House
1 Connaught Place
Central
Hong Kong

or any of the following branches of Standard Chartered Bank (Hong Kong) Limited:

Hong Kong Island:	Des Voeux Road	Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central
	88 Des Voeux Road Central	88 Des Voeux Road Central, Central Shop No. 16, G/F and Lower G/F, New World Tower, 16-18 Queen's Road Central, Central
	Hennessy Road Leighton Centre	399 Hennessy Road, Wanchai Shop 12-16, UG/F, Leighton Centre, 77 Leighton Road, Causeway Bay
	Quarry Bay	G/F, Westlands Gardens, 1027 King's Road, Quarry Bay
Kowloon:	Mongkok	Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok
	Tsimshatsui	G/F, 10 Granville Road, Tsimshatsui
	Cheung Sha Wan	828 Cheung Sha Wan Road, Cheung Sha Wan
	Kwun Tong	88-90 Fu Yan Street, Kwun Tong
New Territories:	Tsuen Wan	Shop C G/F & 1/F, Jade Plaza, No. 298 Sha Tsui Road, Tsuen Wan

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours during the same period from:

1. the Depository Counter of HKSCC at 2/F., Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong; or
2. the Customer Service Centre of HKSCC at Upper Ground Floor, V-Heun Building, 128-140 Queen's Road Central, Hong Kong.

Both **WHITE** and **YELLOW** Application Forms completed in all respects (to which one cheque or banker's cashier order should be securely stapled) should be deposited in the special collection boxes provided at the branches of Standard Chartered Bank (Hong Kong) Limited referred to above at the following times on the following dates:

Wednesday, 24 May 2006 — 9:00 a.m. to 4:30 p.m.
Thursday, 25 May 2006 — 9:00 a.m. to 4:30 p.m.
Friday, 26 May 2006 — 9:00 a.m. to 4:30 p.m.
Saturday, 27 May 2006 — 9:00 a.m. to 12:30 noon
Monday, 29 May 2006 — 9:00 a.m. to 12:00 noon

Subject to the terms and conditions set out in the Prospectus and the Application Forms relating thereto, applications must be received no later than 12:00 noon on Monday, 29 May 2006 (or if the application lists are not open on that day, by the time and date stated in the sub-paragraph headed "Effect of bad weather on the opening of the application lists" under

the section headed “How to apply for Public Offer Shares” of the Prospectus). Please see the section headed “How to apply for the Public Offer Shares” of the Prospectus for further details. No temporary documents or evidence of title will be issued. No receipt will be issued for application monies.

The results of applications and the basis of allocation of Public Offer Shares are expected to be announced on Monday, 5 June 2006, in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).

If you have applied for the Public Offer Shares on a YELLOW Application Form and your application 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 CCASS investor participant stock account or the stock account of your designated CCASS participant as indicated by you in the YELLOW Application Form at the close of business on Monday, 5 June 2006, or under contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited. If you are applying through a designated CCASS participant (other than a CCASS investor participant), you can check the number of Public Offer Shares allocated to you with that CCASS participant. If you are applying as a CCASS investor participant, you should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Monday, 5 June 2006 or such other date as shall be determined by HKSCC or HKSCC Nominees Limited. Immediately after the credit of the Public Offer Shares to your stock account (if you are applying as a CCASS investor participant), you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Public Offer Shares credited to your CCASS investor participant stock account. For further details, please refer to 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 conditions of the Public Offer are not fulfilled in accordance with the conditions in the paragraph entitled “Conditions of the Public Offer” in the section headed “Structure of the Public Offer” in the Prospectus or if any application is revoked or any transfer pursuant thereto has become void, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and Stock Exchange trading fee, will be refunded, without interest. It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate. All refunds will be made by a cheque crossed “Account payee only”, and made out to you or, in the case of joint applicants, the first-named applicant on the application form.

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 certificates of title if the Public Offer has become unconditional and the Underwriting Agreement has not been terminated in accordance with its terms.

As at date of this announcement, (i) the executive Directors are Ms. Choi Hon Hing, Ms. Fung Wing Ki, Vicky and Ms. Fung Wing Yee, Wynne; and (ii) the independent non-executive Directors are Dr. Hui Ka Wah, Ronnie, Mr. Leung Man Chun, Paul and Mr. Tam Hok Lam, Tommy.

By Order of the Board
Winbox International (Holdings) Limited
Choi Hon Hing
Chairman

Hong Kong, 24 May 2006

Please also refer to the published version of this announcement in South China Morning Post.