



BEP INTERNATIONAL HOLDINGS LIMITED

百靈達國際控股有限公司*

(incorporated in Bermuda with limited liability)

Placing and Public Offer

Sponsors



HANTEC CAPITAL LIMITED



CSC ASIA LIMITED

Lead Manager and Bookrunner



KINGSTON SECURITIES LIMITED

IMPORTANT

If you are in any doubt about this prospectus, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional adviser.



BEP INTERNATIONAL HOLDINGS LIMITED

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

Number of Offer Shares:	72,000,000 Shares
Number of Placing Shares:	64,800,000 Shares comprising 36,000,000 New Shares and 28,800,000 Sale Shares (subject to re-allocation)
Number of Public Offer Shares:	7,200,000 New Shares (subject to re-allocation)
Offer Price:	\$0.70 per Share
Nominal Value:	\$0.01 each
Stock Code:	2326

Sponsors



HANTEC CAPITAL LIMITED



CSC ASIA LIMITED

Lead Manager and Bookrunner



KINGSTON SECURITIES LIMITED

Underwriters

Kingston Securities Limited

Hantec Capital Limited
IPO Securities Limited
Lippo Securities Limited
Barits Securities (Hong Kong) Limited

Pacific Foundation Securities Limited
Guotai Junan Securities (Hong Kong) Limited
South China Securities Limited
Great China Brokerage Limited

The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, 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 prospectus.

A copy of this prospectus, having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrars of Companies" in Appendix 5 to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance. A copy of this prospectus, together with copies of the application forms, has also been filed with the Registrar of Companies in Bermuda as required under the Companies Act. The Securities and Futures Commission, the Registrar of Companies in Hong Kong and the Registrar of Companies in Bermuda take no responsibility as to the contents of this prospectus or any other documents referred to above.

It is important that prospective investors of the Offer Shares should note that Hantec and the Lead Manager (for themselves and on behalf of CSC Asia and the Underwriters) are entitled to rescind the Underwriting Agreement by notice in writing to the Company (for itself and on behalf of the Vendors) upon the occurrence of any of the events set forth under "Grounds for termination" in the section headed "Underwriting" in this prospectus at any time up to 9:00 a.m. on the date of despatch of share certificates under the Offer. Such events include, but without limitation, any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lockout. It is important that prospective investors should refer to the section headed "Underwriting" in this prospectus for further details.

* For identification purposes only