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## IMPORTANT

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



### Sino Prosper Holdings Limited 中盈控股有限公司

*(incorporated in the Cayman Islands with limited liability)*

## PLACING AND PUBLIC OFFER

Number of Offer Shares:	200,000,000 Shares (subject to the Over-allotment Option)
Number of Placing Shares:	180,000,000 Shares comprising 110,000,000 New Shares and 70,000,000 Sale Shares (subject to adjustment and the Over-allotment Option)
Number of Public Offer Shares:	20,000,000 New Shares (subject to adjustment)
Offer Price:	\$0.25 per Share
Nominal value:	\$0.01 each
Stock code:	766

Sponsor



**HANTEC CAPITAL LIMITED**

Co-Sponsors



**Get Nice Capital Limited**



**Barits Securities (Hong Kong) Limited**

Bookrunner and Lead Manager



**KINGSTON SECURITIES LIMITED**

Underwriters

**KINGSTON SECURITIES LIMITED**

**Hantec Capital Limited  
Barits Securities (Hong Kong) Limited  
Guotai Junan Securities (Hong Kong) Limited  
Pacific Foundation Securities Limited**

**Get Nice Capital Limited  
GC Securities Limited  
Interchina Securities Limited  
Young Champion Securities Limited**

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*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 Registrar of Companies" in Appendix VI to this prospectus, has been registered by the Registrar of Companies as required by Section 342C of the Companies Ordinance, Chapter 32 of the Laws of Hong Kong. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this prospectus or any other documents referred to above.*

30th April, 2002