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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not, and is not intended to be, an offer or sale of securities of Haitian International Holdings Limited (the “Company”) in the United States. Securities of the Company may not be offered or sold in the United States absent registration or an exemption from registration under the United States Securities Act of 1933, as amended. An public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the Company making the offer and its management and financial statements. The Company does not intend to register any part of the Global Offering in the United States. There will be no public offering in the United States of securities being offered in the Global Offering.

Potential investors should read the prospectus of the Company dated Monday, 11 December, 2006 (the “Prospectus”) for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares thereby being offered.

In connection with the Global Offering, BNP Paribas as stabilising manager, or any person acting for it, may, upon mutual agreement of the Joint Global Coordinators, over-allocate or effect transactions with a view to supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the commencement of trading in the Shares on the Stock Exchange. In covering such over-allocations, the Joint Global Coordinators or any person acting for them, may exercise the Over-allotment Option at any time within 30 days of the last day for lodging of applications under the Hong Kong Public Offering or make (or agree, offer or attempt to make) open-market purchases in the secondary market. BNP Paribas as stabilising manager, may also sell or agree to sell any Shares acquired in the course of any stabilisation action in order to liquidate any position that has been established by such action. Any stabilising activity will be effected in compliance with all applicable laws and regulatory requirements, including the Securities and Futures (Price Stabilising) Rules made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (“SFO”).

However there is no obligation on BNP Paribas or any person acting for it to conduct any such stabilising action which, if taken will be done at any time at the absolute discretion of BNP Paribas and may be discontinued at any time. Any such stabilising activity is required to be brought to an end after a limited period. The details of the intended stabilisation and how it will be regulated under the SFO are contained in the Prospectus. The number of Shares over-allocated will not be greater than the maximum number of Shares which may be sold by the Selling Shareholder upon exercise of the Over-allotment Option, being 59,850,000 Shares, which is approximately 15% of the Shares available for subscription under the Global Offering. Stabilisation action cannot be taken to support the price of the Hong Kong Offer Shares for longer than the stabilising period which begins on the commencement of trading of the Hong Kong Offer Shares after the Prospectus is issued and the Offer Price is announced and ends on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. In the event that the Over-allotment Option is exercised, the Company will issue a separate announcement.

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus issued by the Company.



HAITIAN INTERNATIONAL HOLDINGS LIMITED

海天國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares	: 399,000,000 Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares	: 39,900,000 Shares (subject to adjustment)
Number of International Offer Shares	: 359,100,000 Shares (subject to adjustment and the Over-allotment Option)
Offer Price	: Not more than HK\$3.95 per Offer Share (payable in full on application, plus a brokerage of 1.0%, an SFC transaction levy of 0.004% and a Hong Kong Stock Exchange trading fee of 0.005% and subject to refund) and expected to be not less than HK\$2.77 per Offer Share
Nominal value	: HK\$0.10 per Share
Stock code	: 1882

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Sole Sponsor



Application has been made to the Listing Committee of the Stock Exchange 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 (including the Shares to be sold by the Selling Shareholder pursuant to the exercise of the Over-allotment Option). Dealings in the Shares are expected to commence on Friday, 22 December, 2006. Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and in the prescribed **WHITE** or **YELLOW** Application Forms. It should be noted that **multiple applications or suspected multiple applications or any application for more than 100% of the Hong Kong Offer Shares which are initially offered for subscription in either Pool A or Pool B by the public will be rejected.** Only one application on a **WHITE** or **YELLOW** Application Form or by way of giving **electronic application instructions** to HKSCC or by means of giving an application to the eIPO Service Provider through the designated website for the **White Form eIPO service**, may be made for the benefit of any person. Applicants for any Shares under the Hong Kong Public Offering are required to undertake and confirm that they or the relevant beneficial owner(s) have not applied for or taken up or indicated an interest to, and will not apply for or take up, or indicate an interest for any Shares under the International Offering. 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 commencement date of dealings in the Shares on the Stock Exchange 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.

The Global Offering comprises (i) the Hong Kong Public Offering of initially 39,900,000 Shares to the public in Hong Kong and (ii) the International Offering of initially 359,100,000 International Offer Shares to professional and institutional investors and other investors anticipated to have a sizeable demand for the International Offer Shares in Hong Kong and other jurisdictions outside the United States in offshore transactions in reliance on Regulation S under the US Securities Act (as amended from time to time) and in the United States to qualified institutional buyers in reliance on Rule 144A or another exemption from registration under the United States Securities Act of 1933, as amended. The Selling Shareholder have granted the International Underwriters the Over-allotment Option which is exercisable by the Joint Global Coordinators, on behalf of the International Underwriters, up to 30 days after the last day for lodging of applications under the Hong Kong Public Offering, to require the Selling Shareholder to sell an aggregate of up to 59,850,000 Shares, representing in aggregate approximately 15% of the initial size of the Global Offering at the Offer Price to cover, among other things, over-allocations in the International Offering, if any. In the event that the Over-allotment Option is exercised, the Company will issue a separate announcement.

The Global Offering is conditional on the conditions as stated in the paragraph headed “Conditions” in the section headed “Structure of the Global Offering” in the Prospectus. The Offer Price is expected to be determined by agreement between the Company and the Joint Global Coordinators (on behalf of the Underwriters) on or before Saturday, 16 December, 2006 or such later date or time as may be agreed by the Company and the Joint Global Coordinators (on behalf of the Underwriters) but, in any event, no later than noon, Saturday, 16 December, 2006. The Joint Global Coordinators (on behalf of the Underwriters), may with the consent of the Company, reduce the number of Hong Kong Offer Shares being offered under the Global Offering and/or the indicative Offer Price range stated in the Prospectus (which is not more than HK\$3.95 per Hong Kong Offer Share and expected to be not less than HK\$2.77 per Hong Kong Offer Share) at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, notices of the reduction in the number of Hong Kong Offer Shares and/or the indicative Offer Price range will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) 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 the Hong Kong Public Offering. If applications pursuant to the Hong Kong Public Offering have been submitted prior to the day which is the last day for lodging applications under the Hong Kong Public Offering, then even if the Offer Price range is so reduced, such applications cannot be subsequently withdrawn. If, for any reason, the Offer Price is not agreed between the Company and the Joint Global Coordinators (on behalf of the Underwriters), the Global Offering (including the Hong Kong Public Offering) will not proceed and will lapse.

If the Global Offering does not become unconditional, all application monies together with the related brokerage, SFC transaction levy and Stock Exchange trading fee received from applicants under the Hong Kong Public Offering will be refunded, without interest, on the terms set out under the section headed “How to apply for Hong Kong Offer Shares” in the Prospectus and on the terms set out under the paragraph headed “Refund of application money” on the Application Forms. Refund of monies will also be made in respect of wholly or partially successful applications in the event that the Offer Price is less than the price per Hong Kong Offer Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee thereon) initially paid by you in respect of wholly or partially unsuccessful applications.

Applicants under **YELLOW** or **WHITE** Application Forms for 1,000,000 Hong Kong Offer Shares or more and who have elected on their Application Forms that they will collect (where relevant) their refund cheques and/or (where relevant) share certificates personally and have provided all information required by the Application Forms may collect refund cheques (where applicable) and/or share certificates (where applicable) personally from the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, shops 1712–16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, between 9:00 a.m. and 1:00 p.m. on Thursday, 21 December, 2006 or on any other date

notified by the Company in the newspapers as at the date of despatch of share certificates/refund cheques. Applicants being individuals who opt for personal collection must not authorise any other person to make collection on their behalf. You must show identification documents to collect your (where relevant) refund cheques and/or (where relevant) share certificate(s). Applicants being corporations who opt for personal collection must attend by their authorised representatives each bearing a letter of authorisation from their corporation stamped with the corporation's chop. Both individuals and authorised representatives (if applicable) must produce at the time of collection evidence of identity acceptable to Computershare Hong Kong Investor Services Limited. Uncollected share certificates and/or refund cheques will be despatched promptly thereafter by ordinary post at the applicants' own risk to the addresses specified in the relevant Application Forms.

In relation to applicants under **YELLOW** or **WHITE** Application Forms for less than 1,000,000 Hong Kong Offer Shares, or applicants under **YELLOW** or **WHITE** Application Forms for 1,000,000 or more Hong Kong Offer Shares who have not elected on their Application Forms that they will collect their (where relevant) refund cheques and/or (where relevant) share certificate(s), their refund cheques and/or share certificate(s) will be sent by ordinary post at the applicants' own risk to the addresses specified in the relevant Application Forms on or before Thursday, 21 December, 2006.

Share certificates will only become valid certificates of title provided that the Global Offering has become unconditional in all respects and neither of the Hong Kong Underwriting Agreement and the International Underwriting Agreement has been terminated in accordance with its terms, which is expected to be at 8:00 a.m. on Friday, 22 December, 2006 (Hong Kong time). No receipt will be issued for application monies.

Applicants who would like to be allotted Hong Kong Offer Shares in their own names should complete the **WHITE** Application Form in English (unless otherwise stated) and sign such form in writing **or submit applications online through the designated website of the eIPO Service Provider at www.eipo.com.hk under the White Form eIPO service**. Applicants who would like to have the allotted Hong Kong Offer Shares issued 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 Participant should (i) complete the **YELLOW** Application Form in English (unless otherwise stated) and sign such form in writing, copies of which, together with the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Monday, 11 December, 2006 until 12:00 noon on Thursday, 14 December, 2006 at the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong or (ii) give **electronic application instructions** to HKSCC via CCASS.

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

Any participant of the Stock Exchange;

BNP Paribas Capital (Asia Pacific) Limited, 61st Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong;

UBS AG, 52nd Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong;

or any of the following branches of Bank of China (Hong Kong) Limited ("**BOC**"), The Bank of East Asia, Limited ("**BEA**"), Oversea-Chinese Banking Corporation Limited ("**OCBC**") and Industrial and Commercial Bank of China (Asia) Limited ("**ICBC (Asia)**")

For BOC:**Branches****Address****Hong Kong Island**

Bank of China Tower Branch	3/F, 1 Garden Road
409 Hennessy Road Branch	409–415 Hennessy Road, Wan Chai
North Point Branch	Roca Centre, 464 King's Road, North Point
Quarry Bay Branch	Parkvale, 1060 King's Road, Quarry Bay

Kowloon

Shanghai Street (Mong Kok) Branch	611–617 Shanghai Street, Mong Kok
Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
Mei Foo Mount Sterling Mall Branch	Shop N47–49, Mount Sterling Mall, Mei Foo Sun Chuen
Humphrey's Avenue Branch	4–4A Humphrey's Avenue, Tsim Sha Tsui

New Territories

East Point City Branch	Shop 101, East Point City, Tseung Kwan O
Kau Yuk Road Branch	18–24 Kau Yuk Road, Yuen Long

For Industrial and Commercial Bank of China (Asia) Limited:**Branch****Address****Hong Kong Island**

Queen's Road Central Branch	122–126 Queen's Road Central, Central
Sheung Wan Branch	Shop F, G/F, Kai Tak Commercial Building, 317–319 Des Voeux Road Central, Sheung Wan

Kowloon

Mok Cheong Street Branch	12–14 Mok Cheong Street, Tokwawan
Shamshuipo Branch	G/F, 290 Lai Chi Kok Road, Shamshuipo
Oi Man Branch	Shop F18 & F19, Oi Man Commercial Complex, Oi Man Estate, Homantin

New Territories

Sha Tsui Road Branch	Shop 4, G/F., Chung On Building, 297–313 Sha Tsui Road, Tsuen Wan
Kwai Fong Branch	C63A–C66, 2/F, Kwai Chung Plaza, Kwai Fong

For The Bank of East Asia, Limited:

Branch	Address
Hong Kong Island	
Main Branch	10 Des Voeux Road, Central
88 Des Voeux Road West Branch	Shop Nos. 2–3, G/F, Princeton Tower, 88 Des Voeux Road West
Wanchai Branch	Shop Nos A–C, G/F, Easey Commercial Building, 253–261 Hennessy Road, Wanchai, Hong Kong

Kowloon

Mongkok North Branch	G/F, Kalok Building, 720–722 Nathan Road, Mongkok
Prince Edward Branch	G/F, Hanley House, Nos 776–778 Nathan Road, Kowloon
Yaumatei Branch	G/F, 526 Nathan Road

New Territories

Shatin Plaza Branch	Shop Nos. 3–4, Level 1, Shatin Plaza
Tai Po Plaza Branch	Units 49–52, Level 1, Tai Po Plaza
Tuen Mun Town Plaza Branch	Shop Nos. 2–10, UG/F, Tuen Mun Town Plaza Phase II, 3 Tuen Lung Street, Tuen Mun

For OCBC:

Branches	Address
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Hong Kong Island

Central Main Branch	9/F, 9 Queen’s Road, Central
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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 one of the branches of Bank of China (Hong Kong) Limited, The Bank of East Asia, Limited or Oversea-Chinese Banking Corporation Limited or Industrial and Commercial Bank of China (Asia) Limited referred to above at the following times on the following dates:

Monday, 11 December, 2006	—	9:00 a.m. to 4:30 p.m.
Tuesday, 12 December, 2006	—	9:00 a.m. to 4:30 p.m.
Wednesday, 13 December, 2006	—	9:00 a.m. to 4:30 p.m.
Thursday, 14 December, 2006	—	9:00 a.m. to 12:00 noon

Applicants applying by White Form eIPO may submit applications to the eIPO Service Provider through the designated website www.eipo.com.hk from 9:00 a.m. on Monday, 11 December, 2006 until 11:30 a.m. on Thursday, 14 December, 2006 (24 hours daily, except on the last application day). The latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, 14 December, 2006, the last application day. Applicants will not be permitted to submit applications to the eIPO Service Provider after 11:30 a.m. on the last day for submitting applications. If you have already submitted your application and obtained a payment

reference number from the website prior to 11:30 a.m., you will be permitted to continue the application process (by completing payment of application monies) until 12:00 noon on the last day for submitting applications, when the application lists close.

Application by giving electronic application instructions to HKSCC

Investors can apply for Hong Kong Offer Shares by giving **electronic application instructions** to HKSCC as follows:

1. CCASS Investor Participants can give **electronic application instructions** to HKSCC through the CCASS Phone System by calling (852) 2979 7888 or through the CCASS Internet System at <https://ip.ccass.com> (using the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC can also input **electronic application instructions** for them if they go to HKSCC's Customer Service Centre at 2/F, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong and complete an input request form. Prospectuses are available for collection at the HKSCC's Customer Service Centre.
2. Those who are not CCASS Investor Participants can instruct their brokers or custodians who are CCASS Broker Participants or CCASS Custodian Participants to give **electronic application instructions** to HKSCC via CCASS terminals to apply for Hong Kong Offer Shares on their behalf.

CCASS Broker/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Monday, 11 December, 2006	—	9:00 a.m. to 8:30 p.m.⁽¹⁾
Tuesday, 12 December, 2006	—	8:00 a.m. to 8:30 p.m.⁽¹⁾
Wednesday, 13 December, 2006	—	8:00 a.m. to 8:30 p.m.⁽¹⁾
Thursday, 14 December, 2006	—	8:00 a.m.⁽¹⁾ to 12:00 noon

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Broker/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 11 December, 2006 until 12:00 noon on Thursday, 14 December, 2006 (24 hours daily, except the last application day).

Subject to the terms and conditions set out in the Prospectus and the Application Forms relating thereto, applications made on **WHITE** or **YELLOW** Application Forms, or by giving electronic application instructions to HKSCC, must be received no later than 12:00 noon on Thursday, 14 December, 2006 (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 the section headed "How to Apply for Hong Kong Offer Shares" in the Prospectus) (or if the application lists are not open on that day, then by 12:00 noon on the next business day the lists are open). Please see the section headed "How to apply for Hong Kong Offer Shares" in the Prospectus for further details. No temporary documents or evidence of title will be issued. No receipt will be issued for application monies.

For allocation purposes only, the Hong Kong Offer Shares (after taking into account any adjustment in the number of Offer Shares allocated between the Hong Kong Public Offering and the International Offering) will be divided equally into two pools: Pool A and Pool B, both of which are available on an equitable basis to successful applicants. The Hong Kong Offer Shares in Pool A will consist of 19,950,000 Shares and will be allocated on an equitable basis to applicants who have applied for the Hong Kong Offer Shares in the value of HK\$5 million (excluding 1% brokerage, 0.004% SFC transaction levy and 0.005% Stock Exchange trading fee payable thereon) or less. The Hong Kong Offer Shares in Pool B will consist of 19,950,000 Shares and will be allocated on an equitable basis to applicants who have applied for the Hong Kong Offer Shares in the value of more

than HK\$5 million (excluding 1% brokerage, 0.004% SFC transaction levy and 0.005% Stock Exchange trading fee payable thereon) and up to the total initial value of Pool B. Applicants should be aware that applications in different pools may receive different allocation ratios. Where one but not both of the pools is undersubscribed, the surplus Hong Kong Offer Shares will be transferred to the other pool to satisfy demand in that pool and be allocated accordingly. Applicants can only receive an allocation of Hong Kong Offer Shares from either Pool A or Pool B but not from both pools and can make applications to either Pool A or Pool B only.

It is expected that the level of indication of interest in the International Offering, the Offer Price, the results of applications and basis of allotment of Hong Kong Offer Shares (with identification document numbers of successful applicants) under the Hong Kong Public Offering will be published on or before Thursday, 21 December, 2006 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).

If you are applying using a **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC and your application is wholly or partially successful, your Share certificate will be issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or the stock account of any designated CCASS Participant giving **electronic application instructions** on your behalf or as instructed by you in your **YELLOW** Application Form at the close of business on Thursday, 21 December, 2006 or under contingent situations, 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 Hong Kong Offer Shares allocated to you (and the amount of refund money payable to you if you have instructed a CCASS Broker/Custodian Participant to give **electronic application instructions** on your behalf) with that CCASS Participant. If you are applying as a CCASS Investor Participant, you should check the announcement published by the Company on Thursday, 21 December, 2006, you can also check the application results via the CCASS Phone System and CCASS Internet Systems) and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, 21 December, 2006 or such other date as shall be determined by HKSCC or HKSCC Nominees Limited. Immediately after the credit of the Hong Kong Offer Shares and the amount of refund (if you apply by giving **electronic application instructions** to HKSCC) to your account, you can also 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 Hong Kong Offer Shares credited to your CCASS Investor Participant stock account and (if you are applying by giving **electronic application instructions** to HKSCC) the amount of refund money credited to your designated bank account.

If your application is wholly or partially unsuccessful or if the Offer Price (as finally determined) is less than the price per Offer Share initially paid by you on application, the Company will refund in whole or in part (as applicable) or the surplus (as applicable) your application monies, including relevant brokerage fee, the SFC transaction levy and the Stock Exchange trading fee to you **WITHOUT INTEREST**. All refunds will be made by a cheque crossed "Account Payee Only" in favour of the applicant (or, in the case of joint applicants, to the first-named applicant on your Application Form) on the terms set out under "Refund of your application moneys" on the Application Form. The refund cheque will be sent to the address on your Application Form (or in the case of joint applicants, to the address of the first-named applicant on your Application Form) by ordinary post and at your own risk. If you have given **electronic application instructions** to HKSCC via CCASS, refunds (if any) will be credited to your CCASS Investor Participant designated bank account or the designated bank account of the designated CCASS Participant.

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

Executive Directors

Mr. Zhang Jingzhang, Mr. Zhang Jianming, Mr. Zhang Jianguo, Mr. Zhang Jianfeng, Mr. Guo Mingguang and Ms. Chen Ningning

Non-executive Director

Mr. Hu Guiqing

Independent Non-executive Directors

Mr. Pan Chaoyang, Mr. Gao Xunxian and Mr. Dai Xiangbo

By order of the Board
Haitian International Holdings Limited
Mr. Zhang Jingzhang
Chairman

Hong Kong, 11 December, 2006

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