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## **NEW UNIVERSE INTERNATIONAL GROUP LIMITED**

**新宇國際實業(集團)有限公司**

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

(Stock Code: 8068)

### **DESPATCH OF CIRCULAR**

#### **IN RELATION TO**

- (1) VERY SUBSTANTIAL ACQUISITION;**
- (2) PROPOSED CAPITAL REORGANISATION;**
- (3) PROPOSED RIGHTS ISSUE OF 1,042,720,000 RIGHTS SHARES  
AT HK\$0.10 PER RIGHTS SHARE  
ON THE BASIS OF SEVEN RIGHTS SHARES FOR  
EVERY ADJUSTED SHARE HELD ON RECORD DATE  
PAYABLE IN FULL ON APPLICATION; AND**
- (4) PROPOSED AMENDMENT TO THE ARTICLES**

**Financial adviser to the Company**



**博大資本國際有限公司**

**Partners Capital International Limited**

The Circular containing, among other things, further details of the Investment, the Capital Reorganisation, the Rights Issue and the proposed amendments to the Articles, recommendations from the Independent Board Committee in respect of the Rights Issue, the advice from First Shanghai, the independent financial adviser to the Independent Board Committee and the Independent Shareholders, in respect of the Rights Issue and a notice of the EGM at which shall be convened for the purpose of considering and if thought fit, approving the resolutions in relation to the Investment, the Capital Reorganisation, the Rights Issue and the proposed amendments to the Articles, has been dispatched to the Shareholders on 25 August 2006.

Details of the expected timetable have been incorporated in the Circular.

Reference is made to the announcement of the Company dated 3 August 2006 (the “Announcement”) and the circular of the Company dated 25 August 2006 (the “Circular”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Announcement and the Circular. The information set out below is extracted from the Circular and is reproduced to notify the Shareholders the particular information which has been added in the Circular.

## **EXPECTED TIMETABLE**

Since the Capital Reduction under Cayman Law requires sanction of the Cayman Islands Court, it is estimated that the Capital Reorganisation will take approximately four months from the date of the EGM to complete the necessary court proceedings and obtain the requisite order from the Cayman Islands Court. **Dates stated in this circular for events mentioned in the timetable, in particular the effective date of the Capital Reorganisation, are indicative only and may be extended or varied. The Rights Issue is subject to the completion of the Capital Reorganisation, any changes to the anticipated timetable for the Capital Reorganisation and the Rights Issue will be announced accordingly.**

The expected timetable for the Capital Reorganisation and the Rights Issue is set out below:

### **2006**

Latest time for lodging forms of proxy for the purpose on the EGM	10:30 a.m. on Saturday, 16 September
EGM to be held	10:30 a.m. on Monday, 18 September
Announcement of results of the EGM appears on the Stock Exchange’s website	Tuesday, 19 September

### **2007**

Expected effective date of the Capital Reorganisation	Thursday, 18 January
First day of free exchange of existing share certificates for new share certificates	Friday, 19 January
Closure of original counter for trading in Shares in board lot of 20,000	9:30 a.m. on Friday, 19 January
Establishment of temporary counter for trading in Adjusted Shares in board lot of 2,000	9:30 a.m. on Friday, 19 January
Last day of dealings in Shares on a cum-entitlement basis	Friday, 19 January
First day of dealings in Shares on an ex-entitlement basis	Monday, 22 January

Latest time and date for lodging transfers of Shares to qualify for the Rights Issue	4:00 p.m. on Tuesday, 23 January
Register of members of the Company closes (both dates inclusive)	Wednesday, 24 January to Friday, 26 January
Record Date	Friday, 26 January
Despatch of the Prospectus Documents	Friday, 26 January
Register of members re-opens	Monday, 29 January
First day of dealings in nil-paid Rights Shares	Tuesday, 30 January
Latest time for splitting nil-paid Rights Shares	4:00 p.m. on Thursday, 1 February
Original counter for trading in Adjusted Shares in board lot of 20,000 re-opens	9:30 a.m. on Friday, 2 February
Parallel trading commences	9:30 a.m. on Friday, 2 February
First day of operation of odd lot trading facility	Friday, 2 February
Last day of dealings in nil-paid Rights Shares	Tuesday, 6 February
Latest time for acceptance of, and payment for, the Rights Issue	4:00 p.m. on Friday, 9 February
Latest time for termination of the Underwriting Agreement	5:00 p.m. on Wednesday, 14 February
Expected time for all conditions to which the Rights Issue is subject are fulfilled and the Rights Issue becomes unconditional	5:00 p.m. on Wednesday, 14 February
Announcement of results of the Rights Issue appears on the Stock Exchange's website	Thursday, 15 February
Certificates for the Rights Shares to be dispatched on or before	Friday, 16 February
Despatch of refund cheques in respect of excess unsuccessful applications	Friday, 16 February
Dealings in fully-paid Rights Shares commence on	Thursday, 22 February
Closure of temporary counter for trading in Adjusted Shares in board lot of 2,000	4:00 p.m. on Tuesday, 27 February

Parallel trading ends

4:00 p.m. on Tuesday, 27 February

Last day of operation of odd lot trading facility

Tuesday, 27 February

Last day of free exchange of existing share certificates  
for new share certificates

Friday, 2 March

*Note:* All times in this circular refer to Hong Kong time.

By Order of the Board  
**New Universe International Group Limited**  
**XI Yu**  
Chairman

Hong Kong, 25 August 2006

*As at the date of this announcement, the Board comprises Mr. XI Yu, Ms. KUNG May Lan and Ms. CHEUNG Siu Ling as executive Directors and Dr. CHAN Yan Cheong, Mr. YUEN Kim Hung, Michael and Mr. HO Yau Hong, Alfred as independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:*

- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading;*
- (2) there are no other matters the omission of which would make any statement in this announcement misleading; and*
- (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will appear and remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its posting.*