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# **ING BEIJING INVESTMENT COMPANY LIMITED** **(ING北京投資有限公司)**

*(incorporated in Hong Kong with limited liability)*  
(Stock Code: 1062)

**to become a wholly-owned subsidiary of**

# **NEW CAPITAL INTERNATIONAL INVESTMENT LIMITED** **新資本國際投資有限公司\***

*(a new holding company incorporated in the Cayman Islands with limited liability and the shares of which are proposed to be listed on The Stock Exchange of Hong Kong Limited by way of introduction)*

**by way of a scheme of arrangement under section 166 of the Companies Ordinance,  
Chapter 32 of the Laws of Hong Kong**

## **REVISED TIMETABLE FOR THE SCHEME**

**Financial adviser and sponsor**



The Board is pleased to announce that the date for the hearing of petition to sanction the Scheme has been fixed to 12 April 2005.

Shareholders may for a period of four weeks after the Effective Date (i.e. the period from Wednesday, 13 April 2005 to Tuesday, 10 May 2005, both days inclusive), submit to the share registrar of Newco in Hong Kong, Standard Registrars Limited, Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong, their certificates in respect of the Shares for exchange, at the expense of Newco, for certificates in the name of Newco in respect of the same number of Newco Shares.

Shareholders are reminded that the Scheme is still subject to certain conditions as set out in the Scheme Document and therefore the Scheme may or may not proceed.

Reference is made to the announcements of the Company dated 9 October 2003, 13 January 2005, 7 February 2005 and 16 February 2005 and the scheme document (the "Scheme Document") dated 13 January 2005 containing, among others, details of the Scheme. Unless the context requires otherwise, terms used herein shall have the same meanings as defined in the Scheme Document.

## REVISED TIMETABLE

At the hearing for the summons for directions for the Scheme held on 15 March 2005, the date for the hearing of petition to sanction the Scheme was fixed to 12 April 2005. The revised timetable for the Scheme is set out as follows:

2005

Court hearing of petition to sanction the Scheme .....	Tuesday, 12 April
Last day of dealings in the Shares .....	Tuesday, 12 April
Record Time .....	4:00 p.m., Tuesday, 12 April
Withdrawal of listing of the Shares .....	close of business on Tuesday, 12 April
Effective Date .....	Wednesday, 13 April
Dealings in the Newco Shares to commence .....	9:30 a.m., Wednesday, 13 April
First day for exchange of existing certificates for the Shares for new certificates for the Newco Shares free of charge .....	Wednesday, 13 April
Last day for exchange of existing certificates for the Shares for new certificates for the Newco Shares free of charge .....	Tuesday, 10 May

## EXCHANGE FOR SHARE CERTIFICATES OF NEWCO

All certificates for Shares in issue immediately before the Scheme becomes effective will, as from the Effective Date, be deemed respectively to be certificates for the same number of Newco Shares issued and allotted or transferred under the Scheme, and will continue to be effective as documents of title after the last day of the free exchange period for the Newco Shares on the basis of one Newco Share for one Scheme Share. However, certificates for the Shares will cease to be marketable after the last day of the free exchange period for share certificates.

On and after the Effective Date, share certificates issued following the registration of transfers will be issued in the name of Newco in respect of the Newco Shares. Shareholders may for a period of four weeks after the Effective Date (i.e. the period from Wednesday, 13 April 2005 to Tuesday, 10 May 2005, both days inclusive), submit to the share registrar of Newco in Hong Kong, Standard Registrars Limited, Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong, their certificates in respect of the Shares for exchange,

at the expense of Newco, for certificates in the name of Newco in respect of the same number of Newco Shares. Shareholders will receive share certificates in the name of Newco within 10 business days from the submission of the existing share certificates in name of the Company during the above period.

After four weeks from the Effective Date (i.e. after Tuesday, 10 May 2005), Shareholders submitting share certificates in the name of the Company to be exchanged for share certificates in the name of Newco will have to bear the cost of the issue of new certificates in the name of Newco, which is presently HK\$2.5 per certificate. Unless otherwise requested by the relevant holder, certificates in respect of Newco Shares will, so far as practicable, be issued in board lots of 10,000 Newco Shares, which is the same as for the Shares.

#### **GENERAL**

Shareholders are reminded that the Scheme is still subject to certain conditions as set out in the Scheme Document and therefore the Scheme may or may not proceed.

As at the date of this announcement, the Board comprises four executive directors, namely, Messrs. Liu Xiao Guang, Cheng Bing Ren, Lawrence H. Wood and Yu Sek Kee, Stephen, three non-executive directors, namely, Dr. Poon Kai Leung, James, Mr. Tong Ng Siu Yee, and Mr. Liu Xue Min, and three independent non-executive directors, namely, Mr. To Chun Kei, Dr. Kwong Chun Wai, and Mr. Fung Tze Wa.

By order of the Board  
**ING Beijing Investment Company Limited**  
(ING北京投資有限公司)  
**Lawrence H. Wood**  
*Director*

Hong Kong, 15 March 2005

\* *for identification purposes only*

Please also refer to the published version of this announcement in The Standard.