

# WO KEE HONG (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability) (Stock Code: 720)

# RESULTS OF THE SPECIAL GENERAL MEETING, ADJUSTMENTS OF SHARE OPTIONS AND ADJUSTMENT TO CONVERSION PRICE OF 7.25% COUPON CONVERTIBLE NOTE DUE 2008

#### Introduction

Reference is made to the Circular dated 7 April 2008 in relation to, among other matters, the Bonus Share Issue.

### **Results of the Special General Meeting Held on 30 April 2008**

The Board is pleased to announce that all of the resolutions approving the Capital Reorganisation, the Bonus Share Issue, the refreshment of the Scheme Limit and granting of the General Mandates were duly passed by Shareholders by show of hands at the Special General Meeting held on 30 April 2008.

### **Adjustments of Share Options**

Pursuant to the terms of the 2002 Share Option Scheme, adjustments are required to be made to the exercise price of and the number of Adjusted Shares to be allotted and issued upon exercise of the subscription rights attaching to the 16,397,866 outstanding options as a result of the Bonus Share Issue with effect from 9 May 2008, being the date of issue of the Bonus Shares.

### Adjustment to Conversion Price of 7.25% Coupon Convertible Note Due 2008

Pursuant to the terms of the Convertible Note, adjustment is also required to be made to the conversion price at which the Convertible Note would be converted into Adjusted Shares as a result of the Bonus Share Issue from HK\$1.00 per Adjusted Share to HK\$0.83 per Adjusted Share with effect from 9 May 2008, being the date of issue of the Bonus Shares.

## Introduction

Reference is made to the circular (the "**Circular**") of the Company dated 7 April 2008 in relation to, among other matters, the Bonus Share Issue. Definitions and terms used herein, unless the context requires otherwise, shall bear the same meanings as defined in the Circular.

### **Results of the Special General Meeting Held on 30 April 2008**

The Board is pleased to announce that all of the resolutions approving the Capital Reorganisation, the Bonus Share Issue, the refreshment of the Scheme Limit and granting of the General Mandates were duly passed by Shareholders by show of hands at the Special General Meeting held on 30 April 2008.

#### **Adjustments of Share Options**

Pursuant to the terms of the 2002 Share Option Scheme, adjustments are required to be made to the exercise price of and the number of Adjusted Shares to be allotted and issued upon exercise of the subscription rights attaching to the 16,397,866 outstanding options as a result of the Bonus Share Issue.

In accordance with the terms of the 2002 Share Option Scheme and the supplementary guidance issued by the Stock Exchange on 5 September 2005 regarding adjustment of share options under Rule 17.03(13) of the Listing Rules, the exercise price of the options and the number of Shares to be allotted and issued upon exercise of the subscription rights attaching to the 16,397,866 outstanding options will be adjusted (the "Adjustments") with effect from 9 May 2008, being the date of issue of the Bonus Shares, in the following manner:

Before completion of Bonus Share Issue			Upon completion of Bonus Share Issue	
Number Sha to be issu	res	Exercise price per Share to be issued	Number of Adjusted Shares to be issued	Exercise price per Adjusted Share to be issued
7,177,	366	HK\$1.0000	8,613,439	HK\$0.8333

Options granted on 4 June 2002, 24 September 2002, 11 June 2007

Options granted on 9 August 2007

Before completion o	f Bonus Share Issue	Upon completion of Bonus Share Issue	
Number of Shares to be issued	Exercise price per Share to be issued	Adjusted Shares	Exercise price per Adjusted Share to be issued
680,000	HK\$1.2780	816,000	HK\$1.0650

### Options granted on 25 September 2007

Before completion o	f Bonus Share Issue	Upon completion of Bonus Share Issue	
Number of Shares to be issued	Exercise price per Share to be issued		Exercise price per Adjusted Share to be issued
8,540,000	HK\$1.0440	10,248,000	HK\$0.8700

HLB Hodgson Impey Cheng, the auditors of the Company, has reviewed and confirmed in writing that the Adjustments are in accordance with the terms of the 2002 Share Option Scheme.

## Adjustment to Conversion Price of 7.25% Coupon Convertible Note Due 2008

Pursuant to the terms of the Convertible Note, adjustment is also required to be made to the conversion price at which the Convertible Note would be converted into Adjusted Shares as a result of the Bonus Share Issue from HK\$1.00 per Adjusted Share to HK\$0.83 per Adjusted Share with effect from 9 May 2008, being the date of issue of the Bonus Shares. All the other terms of the Convertible Note remain unchanged.

The above adjustment in relation to the conversion price has been computed and certified by Optima Capital Limited in accordance with the terms and conditions of the Convertible Note.

By Order of the Board of WO KEE HONG (HOLDINGS) LIMITED Richard Man Fai LEE Executive Chairman and Chief Executive Officer

Executive Chairman and Chief Execu

Hong Kong, 30 April 2008

As at the date of this announcement, the Board comprises Mr. Richard Man Fai LEE (Executive Chairman and Chief Executive Officer), Mr. Jeff Man Bun LEE, Mr. Tik Tung WONG and Mr. Waison Chit Sing HUI, all of whom are executive Directors; Ms. Kam Har YUE, who is a non-executive Director; Mr. Boon Seng TAN, Mr. Raymond Cho Min LEE, and Mr. Ying Kwan CHEUNG, all of whom are independent non-executive Directors.