



**WONSON INTERNATIONAL HOLDINGS LIMITED**  
**(和成國際集團有限公司)\***  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 651)**

**ANNOUNCEMENT**  
**RELATING TO CONVERSION OF THE CONVERTIBLE NOTES**

Reference is made to the announcement of Wonson International Holdings Limited (the “Company”) dated 22 March 2007 and circular of the Company dated 11 April 2007 in relation to, inter alia, the entering into by the Company of the Convertible Notes Placing Agreement (the “Circular”). The Convertible Notes Placing Agreement was completed on 18 May 2007 pursuant to which the Convertible Notes with aggregate principal value of HK\$150,000,000 were issued by the Company. Capitalised terms used in this announcement shall have the meanings as defined in the Circular unless otherwise defined.

As one of the conditions of the listing approval granted by the Stock Exchange, the Company is required to make this announcement in respect of, amongst other things, the details of the conversion of the Convertible Notes if the cumulative amount of Conversion Shares issued pursuant to the conversion of the Convertible Notes reaches 5% of the issued share capital of the Company as at 31 August 2007, being the date as disclosed in the last Monthly Announcement.

The Board would like to report that conversions of an aggregate principal amount of HK\$18,000,000 of the Convertible Notes was made by the noteholders on 3 September 2007 which resulted in 1,058,823,526 Conversion Shares being allotted and issued (representing approximately 9.36% of the total issued share capital of the Company as at 31 August 2007), details of which are set out as follows:

<b>Date of Conversion notice</b>	<b>No. of new Shares issued</b>	<b>Conversion Price (HK\$)</b>	<b>Date of issue of Conversion Shares</b>
3 September 2007	1,058,823,526	0.017#	4 September 2007

*# After price adjustment*

After the above conversions, the outstanding principal amount of the Convertible Notes is HK\$132,000,000.

Changes in the issued share capital of the Company during the period from 1 September 2007 to 4 September 2007 were as follows:

	<b>Number of issued Shares of par value of HK\$0.001 each</b>
As at 1 September 2007	11,316,453,190
Total number of Conversion Shares issued	1,058,823,526
As at 4 September 2007	<u>12,375,276,716</u> =====

By order of the Board  
**Wonson International Holdings Limited**  
**Tang Chi Ming**  
*Director*

Hong Kong, 4 September 2007

*As at the date of this announcement, (i) the executive directors of the Company are Ms. Cheung Sze Man and Mr. Tang Chi Ming; and (ii) independent non-executive directors of the Company are Ms. Chan Ling, Eva, Mr. Chan Sek Nin Jackey and Mr. Sin Chi Fai.*

*\* For identification purpose only*