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MACAU SUCCESS LIMITED

澳門實德有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 487)

Recommended proposal for

**Macau Success Limited (a company incorporated in Hong Kong with limited liability)
to become a wholly-owned subsidiary of**

MACAU SUCCESS LIMITED

澳門實德有限公司*

(A new holding company incorporated

*in Bermuda with limited liability and the shares of which will be listed on the main board of
The Stock Exchange of Hong Kong Limited by way of introduction)*

by way of scheme of arrangement

(Under section 166 of the Companies Ordinance, Chapter 32 of the Laws of Hong Kong)

Sponsor and Financial adviser



**RESULTS OF THE COURT HEARING
AND
ADOPTION OF NEW BOARD LOT FOR TRADING
OF THE NEWCO SHARES**

Results of the Court Hearing

The Directors are pleased to announce that the Court has sanctioned the Scheme and confirmed the Capital Reduction on 29th October, 2004. Accordingly, dealings in the Shares were ceased from 4:00 p.m. on 29th October, 2004.

It is expected that the Scheme will become effective on 8th November, 2004, the listing of the Shares on the Stock Exchange will be withdrawn at the close of business on 8th November, 2004 and dealings in the Newco Shares is expected to commence on 9th November, 2004.

Adoption of new board lot for trading of the Newco Shares

Further to the Scheme Document, the Directors have proposed, after due consideration with respect to the interest of investors of the Newco, to change the board lot size for the trading of the Newco Shares from the originally proposed 20,000 Newco Shares as mentioned in the Scheme Document to 4,000 Newco Shares upon completion of the Proposed Reorganisation.

Shareholders should read the Scheme Document carefully before taking any action in respect of the Scheme. In case of any doubt as to the Scheme, Shareholders should consult their licensed securities dealers, bank managers, solicitors, professional accountants or other professional advisers.

Reference is made to the scheme document dated 27th August, 2004 issued by the Company (the "Scheme Document") and the announcements dated 27th August, 2004, 27th September, 2004 and 20th October, 2004 of the Company (the "Announcements") relating to the despatch of the Scheme Document, the results of the EGM and Court Meeting and the changes in expected timetable in relation to the Proposed Reorganisation respectively. Terms used herein shall bear the same respective meanings as those defined in the Scheme Document and the Announcements unless the context requires otherwise.

RESULTS OF THE COURT HEARING

The Directors are pleased to announce that the Court has sanctioned the Scheme and confirmed the Capital Reduction on 29th October, 2004. An office copy of the order of the Court will be delivered to the Registrar of Companies in Hong Kong for registration on 8th November, 2004. It is expected that all of the conditions to which the Scheme is subject will be fulfilled

on or before 8th November, 2004 and, accordingly, the Effective Date of the Scheme will be on 8th November, 2004.

LISTING AND DEALINGS OF THE NEWCO SHARES

The listing of the Shares on the Stock Exchange will be withdrawn at the close of business on 8th November, 2004 and dealings in the Newco Shares will commence on 9th November, 2004.

ADOPTION OF NEW BOARD LOT FOR TRADING OF THE NEWCO SHARES

Further to the Scheme Document, the Directors have proposed, after due consideration with respect to the interest of investors of the Newco, to change the board lot size for trading of the Newco Shares from the originally proposed 20,000 Newco Shares as mentioned in the Scheme Document to 4,000 Newco Shares upon completion of the Proposed Reorganisation.

Although it was mentioned in the Scheme Document that no change will be made to the board lot size for the trading of the Newco Shares pursuant to the Proposed Reorganisation, the Directors considered that it is in the interests of the Shareholders and the Newco as a whole to reduce the board lot size for the trading of the Newco Shares because of the following reasons:

- (i) recent increase in the closing price of the Shares from HK\$0.53 per Share (as quoted on the Stock Exchange on 27th August, 2004, being the date of the Scheme Document) to HK\$0.93 per Share (as quoted on the Stock Exchange on 29th October, 2004, being the last trading day before the cessation of dealing in the Shares) which caused the value of each board lot of the Shares increased from approximately HK\$10,000 to HK\$20,000. As such, the Directors considered that the reduction of the board lot size for the trading of the Newco Shares could facilitate trading and increase the liquidity and marketability of the Newco Shares; and
- (ii) the Newco does not require to arrange for parallel trading and free exchange of share certificates should the change in board lot size be adopted before the completion of the Proposed Reorganisation as the dealings in the Shares were already ceased and the new share certificates of the Newco Shares will not be despatched to the Shareholders until 8th November, 2004. As such, the Directors considered that it is in the interests of the Shareholders and the Newco as a whole to early adopt the new board lot size as the

proposed arrangement can save time and administrative costs associated with the re-issue of new share certificates of the Newco Shares should the change in board lot be implemented after the commencement of trading in the Newco Shares.

Shareholders should note that the change in the board lot size for the trading of the Newco Shares will not affect the rights attached to the Newco Shares.

Shareholders should read the Scheme Document carefully before taking any action in respect of the Scheme. In case of any doubt as to the Scheme, Shareholders should consult their licensed securities dealers, bank managers, solicitors, professional accountants or other professional advisers.

By Order of the Board of
Macau Success Limited
Agnes N .Y. Chiu
Company Secretary

The current Board comprises:

Executive Directors:

Mr. Yeung Hoi Sing, Sonny, Mr. Chan William and Mr. Lee Siu Cheung

Non-executive Director:

Mr. Choi Kin Pui, Russelle

Independent non-executive Directors:

Mr. Luk Ka Yee, Patrick, Mr. Yim Kai Pung and Ms. Yeung Mo Sheung, Ann

Hong Kong, 2nd November, 2004

* *for identification purpose only*