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*Unless defined herein, terms used in this announcement shall have the same meaning as those defined in the prospectus dated 9<sup>th</sup> January, 2001 (the "Prospectus") issued by Convenience Retail Asia Limited.*



## **Convenience Retail Asia Limited**

**利亞零售有限公司**

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

### **LISTING ON The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited BY WAY OF PLACING AND PUBLIC OFFER**

<b>Number of Offer Shares under the Share Offer</b>	<b>:</b>	<b>163,900,000 (subject to Over-allotment Option)</b>
<b>Number of Placing Shares</b>	<b>:</b>	<b>131,120,000</b>
<b>Number of Public Offer Shares</b>	<b>:</b>	<b>32,780,000</b>
<b>Offer Price</b>	<b>:</b>	<b>HK\$1.15 per Offer Share</b>
<b>Nominal Value</b>	<b>:</b>	<b>HK\$0.10 each</b>
<b>Stock Code</b>	<b>:</b>	<b>8052</b>

**Global Coordinator, Sponsor and Bookrunner**

**BNP PARIBAS PEREGRINE**

**Lead Manager**

**BNP PARIBAS PEREGRINE**

**Co-Lead Managers**

**Indosuez W.I.Carr Securities Limited**

**BOCI Asia Limited**

**Co-Managers**

**ABN AMRO Rothschild**

**DBS Asia Capital Limited**

**Ka Wah Capital Limited**

## Summary

- The Offer Price was determined on Saturday, 13<sup>th</sup> January, 2001 between the Company and BNP Paribas Peregrine Securities (on behalf of the Underwriters) at HK\$1.15 per Offer Share.
- A total of 501 valid applications pursuant to the Public Offer on **WHITE**, **YELLOW** and **ESP** application forms and by giving electronic application instructions to Hongkong Clearing ("**EIPO**") for a total of 213,814,000 Public Offer Shares have been received, which is equivalent to approximately 6.5 times the total number of Public Offer Shares initially available for subscription under the Public Offer.
- The 131,120,000 Placing Shares were approximately 14 times over-subscribed, 122,320,000 Placing Shares were available to professional and institutional investors for subscription under the Placing, 7,800,000 Placing Shares have been allocated at the Offer Price on a preferential allocation basis to 230 full-time employees of the LFR Group, including directors of the respective members of the LFR Group but excluding the Directors of the CRA Group (except Dr. Ch'ien Kuo-Fung, Raymond), and 1,000,000 Placing Shares have been so allocated to Dr. Ch'ien Kuo-Fung, Raymond, an independent non-executive Director of the Company.
- Share certificates for Shares allotted to applicants using **WHITE** or (except as noted below) **ESP** application forms who have applied for less than 500,000 Shares or those who have applied for 500,000 Shares or more and have not indicated in the application form or the application submitted by their ESPs that they wish to collect their share certificates in person will be posted to those entitled by ordinary post at their own risk on or before Wednesday, 17<sup>th</sup> January, 2001.
- Share certificates for Shares allotted to applicants using **WHITE** or **ESP** application forms who have applied for 500,000 Shares or more and have indicated in the application form or the application submitted by their ESPs that they wish to collect their share certificates in person will be available for collection from 9:00 a.m. to 1:00 p.m. on Wednesday, 17<sup>th</sup> January, 2001 from the Company's Hong Kong branch share registrar, Abacus Share Registrars Limited, at 2401 Prince's Building, Central, Hong Kong. Any share certificates not collected within such times will be posted to those entitled by ordinary post at their own risk thereafter.
- Share certificates for Shares allotted to applicants using **YELLOW** or **ESP** application forms (where applicants elected to deposit their allotted Shares into CCASS) or EIPO will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to their CCASS Investor Participant stock accounts or their designated CCASS Participants' stock accounts at the close of business on Wednesday, 17<sup>th</sup> January, 2001.
- Refund cheques to applicants using **WHITE**, **YELLOW** or **ESP** application forms who have applied for less than 500,000 Shares, or those who have applied for 500,000 Shares or more but have not indicated in the application form or the application submitted by their ESPs that they wish to collect their refund cheques in person, will be posted to those entitled by ordinary post at their own risk on Wednesday, 17<sup>th</sup> January, 2001.

- Refund cheques to applicants using **WHITE**, **YELLOW** or **ESP** application forms who have applied for 500,000 Shares or more and have indicated in the application form or the application submitted by their ESPs that they wish to collect their refund cheques in person will be available for collection from 9:00 a.m. to 1:00 p.m. on Wednesday, 17<sup>th</sup> January, 2001 from the Company's share registrar, Abacus Share Registrars Limited, at 2401 Prince's Building, Central, Hong Kong. Any refund cheques not collected within such times will be posted to those entitled by ordinary post at their own risk thereafter.
- The Company has granted to the Placing Underwriters the Over-allotment Option exercisable by BNP Paribas Peregrine Securities (on behalf of the Placing Underwriters) at any time before 5:00 p.m. on 5<sup>th</sup> February, 2001 to require the Company to issue up to an aggregate of 24,584,000 additional Shares at the Offer Price. The Over-allotment Option has not been exercised at all up to the date of this announcement. Further announcement will be made on the GEM website at [www.hkgem.com](http://www.hkgem.com) when the Over-allotment Option is exercised.
- Dealings in the Shares on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited are expected to commence at 10:00 a.m. on Thursday, 18<sup>th</sup> January, 2001, subject to, among others, the delivery of a complete list of placees meeting the requirement of the GEM Listing Rules 10.12(5). If dealings were to be postponed, an announcement will be made on the GEM website at [www.hkgem.com](http://www.hkgem.com) and also on newspapers.

## Offer Price

The Offer Price was determined on Saturday, 13<sup>th</sup> January, 2001 between the Company and BNP Paribas Peregrine Securities (on behalf of the Underwriters) at HK\$1.15 per Share (excluding 1% brokerage and 0.01% Stock Exchange transaction levy).

## Applications received and allocation of shares

The Directors are pleased to announce that upon the close of the application lists at 12:00 noon on Friday, 12<sup>th</sup> January, 2001, a total of 501 valid applications had been received pursuant to the Public Offer on **WHITE**, **YELLOW** or **ESP** application forms or through **EIPO** for a total of 213,814,000 Shares which is equivalent to approximately 6.5 times the total number of 32,780,000 Shares initially available for subscription under the Public Offer.

The Directors further announce that the 131,120,000 Placing Shares were approximately 14 times over-subscribed, 122,320,000 Placing Shares were available to professional, institutional and other investors for subscription under the Placing, 7,800,000 Placing Shares have been allocated at the Offer Price on a preferential allocation basis to 230 full-time employees of the LFR Group, including directors of the respective members of the LFR Group but excluding the Directors of the CRA Group (except Dr. Ch'ien Kuo-Fung, Raymond), and 1,000,000 Placing Shares have been so allocated to Dr. Ch'ien Kuo-Fung, Raymond, an independent non-executive Director of the Company.

The placees (except Dr. Ch'ien Kuo-Fung, Raymond) are independent parties not connected with any connected persons (as defined under the GEM Listing Rules) and no shares have been placed to any party or group of persons specified under Rule 10.12(4) of the GEM Listing Rules, (except 230 full time employees of the LFR Group as mentioned in the paragraph above).

The 131,120,000 Placing Shares have been allocated to a total of 506 placees as follows:

<b>Number of Shares</b>	<b>Number of placees</b>
0 to 100,000	319
100,001 to 500,000	111
500,001 to 1,000,000	32
1,000,001 to 5,000,000	43
5,000,001 to 10,000,000	1

Of the total of 131,120,000 Placing Shares, a total of 35,902,000 Placing Shares, representing 27.38% and 5.48% respectively of the Placing Shares and the Company's enlarged issued share capital of the Company immediately after the completion of Share Offer and the Capitalisation Issue, have been placed to the ten largest placees.

The Company has granted to BNP Paribas Peregrine Securities (on behalf of the Placing Underwriters) the Over-allotment Option exercisable by BNP Paribas Peregrine Securities at any time on or before 5<sup>th</sup> February, 2001 to require the Company to issue up to an aggregate of 24,584,000 additional Shares which has not been exercised at all up to the date of this announcement. If the Over-allotment Option is exercised, an announcement will be made on the GEM website.

All multiple applications and suspected multiple applications have been rejected. The Public Offer Shares were allocated on the basis set out in the paragraph headed "Basis of allocation of Public Offer Shares" below.

## Basis of allocation of Public Offer Shares

Subject to satisfaction of the conditions set out in the paragraph headed “Conditions of the Share Offer” in the section headed “Structure of the Share Offer” of the Prospectus, valid applications made by the public on **WHITE**, **YELLOW** and **ESP** application forms and through EIPO will be conditionally allotted on the following basis:

Number of Public Offer Shares applied for	Number of valid applications	Basis of allotment/result	Approximate percentage allotted out of the total number of Public Offer Shares applied for
2,000	59	9 out of 59 to receive 2,000 Shares	15.25
4,000	35	11 out of 35 to receive 2,000 Shares	15.71
6,000	32	15 out of 32 to receive 2,000 Shares	15.63
8,000	18	11 out of 18 to receive 2,000 Shares	15.28
10,000	40	31 out of 40 to receive 2,000 Shares	15.50
12,000	7	6 out of 7 to receive 2,000 Shares	14.29
14,000	4	2,000 Shares	14.29
16,000	2	2,000 Shares	12.50
18,000	6	2,000 Shares plus 2 out of 6 to receive additional 2,000 Shares	14.81
20,000	33	2,000 Shares plus 18 out of 33 to receive additional 2,000 Shares	15.45
30,000	21	4,000 Shares plus 6 out of 21 to receive additional 2,000 Shares	15.24
40,000	13	6,000 Shares plus 1 out of 13 to receive additional 2,000 Shares	15.38
50,000	22	6,000 Shares plus 18 out of 22 to receive additional 2,000 Shares	15.27
60,000	2	8,000 Shares plus 1 out of 2 to receive additional 2,000 Shares	15.00
80,000	10	12,000 Shares plus 1 out of 10 to receive additional 2,000 Shares	15.25
90,000	4	14,000 Shares	15.56
100,000	28	14,000 Shares plus 19 out of 28 to receive additional 2,000 Shares	15.36
150,000	30	22,000 Shares plus 15 out of 30 to receive additional 2,000 Shares	15.33
200,000	13	30,000 Shares plus 4 out of 13 to receive additional 2,000 Shares	15.31
250,000	3	38,000 Shares plus 1 out of 3 to receive additional 2,000 Shares	15.47
300,000	31	46,000 Shares	15.33
350,000	2	54,000 Shares	15.43
400,000	7	60,000 Shares plus 5 out of 7 to receive additional 2,000 Shares	15.36
500,000	19	76,000 Shares plus 6 out of 19 to receive additional 2,000 Shares	15.33
600,000	4	92,000 Shares	15.33
700,000	3	106,000 Shares plus 2 out of 3 to receive additional 2,000 Shares	15.33
800,000	5	122,000 Shares plus 2 out of 5 to receive additional 2,000 Shares	15.35
900,000	3	138,000 Shares	15.33
1,000,000	12	152,000 Shares plus 8 out of 12 to receive additional 2,000 Shares	15.33
1,100,000	1	168,000 Shares	15.27
1,300,000	2	198,000 Shares plus 1 out of 2 to receive additional 2,000 Shares	15.31
1,600,000	1	246,000 Shares	15.38
1,700,000	1	260,000 Shares	15.29
2,000,000	3	306,000 Shares plus 1 out of 3 to receive additional 2,000 Shares	15.33

3,000,000	12	458,000 Shares plus 11 out of 12 to receive additional 2,000 Shares	15.33
4,000,000	1	614,000 Shares	15.35
4,200,000	1	644,000 Shares	15.33
4,500,000	1	690,000 Shares	15.33
5,000,000	3	766,000 Shares plus 1 out of 3 to receive additional 2,000 Shares	15.33
6,500,000	1	996,000 Shares	15.32
7,000,000	1	1,074,000 Shares	15.34
8,000,000	1	1,226,000 Shares	15.33
9,000,000	1	1,380,000 Shares	15.33
10,000,000	1	1,532,000 Shares	15.32
15,000,000	1	2,300,000 Shares	15.33
20,000,000	1	3,066,000 Shares	15.33

## Results of applications made on WHITE or (except as noted below) ESP application forms

HK I.D. Card/ Passport/ Business Registration number of applicant	Number of Public Offer Shares to be allotted	HK I.D. Card/ Passport/ Business Registration number of applicant	Number of Public Offer Shares to be allotted	HK I.D. Card/ Passport/ Business Registration number of applicant	Number of Public Offer Shares to be allotted
A0277277	2,000	C6155756	2,000	D5929947	4,000
A5062740	4,000	C6190128	2,000	D6009981	2,000
A7246393	2,000	C6427004	2,000	D6030425	246,000
A9264100	2,000	D0167402	46,000	D6266879	2,000
B1135134	2,000	D0398838	2,000	D6931384	2,000
B3528664	2,000	D0680932	16,000	D8005754	4,000
B7264181	4,000	D1322746	62,000	D825780A	2,000
C3294992	2,000	D2062187 D8144258	2,000	D8284386	14,000
C3328188	2,000	D2160014	2,000	E3550811	2,000
C370080A	2,000	D2456525	16,000	E4547369	2,000
C3807051	2,000	D3137792	2,000	E5471773	4,000
C4025987	2,000	D3241034	8,000	E6642199	16,000
C4589112	2,000	D3994717	4,000	E6725604	12,000
C4887725	24,000	D4016751	14,000	E7141452	2,000
C4898417 G2503807	6,000	D4146280	16,000	E7167494	4,000
C5339225	2,000	D4580290	24,000	E7283567	10,000
C5748559	2,000	D4792085	2,000	E7410003	4,000
C576113A	2,000	D4965397	4,000	E7871442	138,000
C585765A	2,000	D5120536	2,000	E7943710	76,000
C610196(6)	8,000	D5310459	2,000	E8070141	14,000

<b>HK I.D. Card/ Passport/ Business Registration number of applicant</b>	<b>Number of Public Offer Shares to be allotted</b>	<b>HK I.D. Card/ Passport/ Business Registration number of applicant</b>	<b>Number of Public Offer Shares to be allotted</b>	<b>HK I.D. Card/ Passport/ Business Registration number of applicant</b>	<b>Number of Public Offer Shares to be allotted</b>
E8434054	2,000	G8191815	108,000	K640698A	2,000
E8460950	2,000	G9020054	2,000	K6536018	2,000
E9121645	2,000	H3251766	2,000	K666202(1)	2,000
E9275030	16,000	H4154195	2,000	K699969(7)	2,000
E9463910	154,000	H4817240	6,000	K7022417	2,000
G0054614	8,000	K0205788	2,000	K7362226	4,000
G0180350	6,000	K0445703	2,000	K7718470	4,000
G0197148	2,000	K0568775	16,000	K7816715	2,000
G0446687	6,000	K0602264	32,000	K8717133	2,000
G0740135	6,000	K0727148	8,000	K8993351	2,000
G1026940	2,000	K1313266	2,000	K9049789	2,000
G1973915	2,000	K1329766	2,000	K9740112	14,000
G1985190	78,000	K1669117	2,000	P075341A	2,000
G206507(9)	2,000	K1906879	4,000	P1662019	2,000
G2856157	2,000	K200237A	2,000	P3843843	6,000
G2858664	2,000	K2086034	4,000	P3845994	2,000
G2916036	14,000	K2154439	2,000	P4932270	2,000
G3570001	4,000	K2465639	4,000	P5829309	2,000
G3725811	2,000	K2887185	4,000	P682887A	2,000
G4360779	8,000	K2937506	2,000	P7111278	6,000
G4509373	32,000	K3040178	154,000	P895953A	54,000
G4854550	2,000	K3151026	6,000	P9035846 P9035870	2,000
G5035200	4,000	K3744566	2,000	P9343966	8,000
G5222949	2,000	K412362A	2,000	P9520418	8,000
G5260212	8,000	K4371399	2,000	P9586486	8,000
G5675870	2,000	K4410327	8,000	R0014256	30,000
G5839008	22,000	K5123232	54,000	V0080713	8,000
G6014029	2,000	K531846(7)	6,000	V0114561	2,000
G6448266	2,000	K550801(0)	6,000	V0341711	2,000
G6549801	2,000	K5533198	2,000	XD6917750	14,000
G8030544	8,000	K5571065	2,000	Z2982189	2,000
G8069394	38,000	K5858615	2,000	Z4647727	2,000
G815263(1)	2,000	K6372325	2,000		

## Results of CCASS Investor Participants' applications using YELLOW or ESP application forms

No Public Offer Shares are wholly or partially allotted to applicants as CCASS Investor Participants under YELLOW or ESP application form.

## Results of EIPO applications

The following are the results of successful EIPO applications made by CCASS Participants who have provided the relevant identification document number on their applications:

HK I.D. Card/Passport/ Business Registration number of applicants	Number of Public Offer Shares to be allotted	HK I.D. Card/Passport/ Business Registration number of applicants	Number of Public Offer Shares to be allotted
207011	8,000	81009161	152,000
208081	4,000	81027672	30,000
296408	8,000	81028148	24,000
30227772	154,000	81035941	306,000
30227812	76,000	81037968	46,000
30236572	152,000	81038122	76,000
30298702	40,000	A671427 A	2,000
30401882	76,000	A8742645	2,000
30438772	38,000	C5861193	6,000
536901	460,000	D4702191	6,000
550821	200,000	D532895(1)	460,000
567218	46,000	E723896	2,000
574101	78,000	G5658704	2,000
720092	4,000	K1811851	30,000
80013719	106,000		

## Collection/despatch of share certificates and refund of application monies

Applicants who have applied on **WHITE** or **ESP** application forms for 500,000 Public Offer Shares or more and have indicated in the application form or the application submitted by their ESPs their wish to collect any share certificate and/or refund cheque in person may collect their share certificates and/or refund cheques (if any) in person from Abacus Share Registrars Limited, 2401 Prince's Building, Central, Hong Kong from 9:00 a.m. to 1:00 p.m. on Wednesday, 17<sup>th</sup> January, 2001. Identification and (where appropriate) authorisation documents acceptable to Abacus Share Registrars Limited must be produced at the time of collection. Uncollected share certificates and/or refund cheques (if any) will be despatched by ordinary post at the applicants' own risk immediately thereafter. For applicants who have applied on **WHITE** or **ESP** application forms for less than 500,000 Public Offer Shares or applicants who have applied for 500,000 Public Offer Shares or more and have not indicated in the application forms or the application submitted by their ESPs that they wish to collect any share certificates and/or refund cheques, the share certificates (except for ESP applicants who elected to deposit their

allotted Shares into CCASS) and/or refund cheques (if any) will be despatched by ordinary post to the respective addresses specified in their application forms or the application submitted by their ESPs at their own risk on Wednesday, 17<sup>th</sup> January, 2001.

For applicants who have applied for 500,000 Public Offer Shares or more on **YELLOW** application forms and have indicated in their application forms their wish to collect their refund cheques (if any) in person, the same procedures as set out above for **WHITE** or **ESP** application forms will apply. Refund cheques for all other applications on **YELLOW** application forms are expected to be despatched by ordinary post to those entitled at the respective addresses specified in their application forms at their own risk on Wednesday, 17<sup>th</sup> January, 2001.

Refunds in respect of **EIPO** applications will be credited to the bank accounts of the relevant CCASS Participants on Wednesday, 17<sup>th</sup> January, 2001. **EIPO** applicants can check the refund amount (if any) with their designated CCASS Participants (if they are applying through CCASS Broker/Custodian Participants) or via the CCASS Phone System (if they are applying as CCASS Investor Participants).

### **Deposit of share certificates into CCASS**

Applicants applying as CCASS Investor Participants should check against the results of the Public Offer published herein and report any discrepancies to Hongkong Clearing before 5:00 p.m. on Wednesday, 17<sup>th</sup> January, 2001 or such other date as shall be determined by Hongkong Clearing or HKSCC Nominees Limited. For wholly or partially successful applicants using the **YELLOW** or **ESP** application forms (as the case may be) who are allocated Shares in the name of HKSCC Nominees Limited, the allocated Shares (subject to any adjustment) will be deposited directly into CCASS for credit to their Investor Participant stock accounts or their designated CCASS Participants' stock accounts as instructed by the applicants at the close of business on Wednesday, 17<sup>th</sup> January, 2001 or, in the event of unforeseen contingencies, on any other date determined by Hongkong Clearing or HKSCC Nominees Limited. Such applicants can check the number of Public Offer Shares allocated to them with their designated CCASS Participants, if they are applying through designated CCASS Broker/Custodian Participants, or via the CCASS Phone System, if they are applying as CCASS Investor Participants. Hongkong Clearing will also mail to applicants applying as CCASS Investor Participants activity statements showing the number of Public Offer Shares credited to their Investor Participant stock accounts.

### **Minimum public float requirement**

Immediately after the completion of the Share Offer, at least 20% of the Company's issued share capital will be held in the hands of the public as stipulated under the GEM Listing Rules. Immediately after the completion of the Share Offer, 25% of the Company's issued share capital will be in the hands of the public.

## **Commencement of dealings**

Dealings in the Shares on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited are expected to commence at 10:00 a.m. on Thursday, 18<sup>th</sup> January, 2001.

By order of the Board  
**Richard Yeung**  
Executive Director

Hong Kong, 16<sup>th</sup> January, 2001

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

*This announcement will remain on the website of the Growth Enterprise Market of the Stock Exchange on the "Latest Company Announcement" page for seven days from the day of its posting.*