

*The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**UNITED METALS HOLDING LIMITED\***

**科鑄技術集團有限公司**

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

**(Stock Code: 2302)**

**ANNOUNCEMENT OF PRICE-SENSITIVE INFORMATION  
RELATING TO THE UNUSUAL PRICE MOVEMENT OF THE  
SHARES, A POSSIBLE CHANGE IN CONTROL AND  
RESUMPTION OF TRADING**

This announcement relating to a possible change in control is made pursuant to Rule 13.09(1) of the Listing Rules.

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 11:21 a.m. on 9 May 2008 pending the release of this announcement. An application has been made for the resumption of trading in the Shares with effect from 9:30 a.m. on 19 May 2008.

**Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, as there is no certainty that any transaction will eventuate or that any offer will be made for the Shares.**

This announcement is made pursuant to Rule 13.09(1) of the Listing Rules.

The Board has noted the recent increases in the price and the trading volume of the Shares and wishes to state that it is not aware of any reasons for such movement save and except for the following.

The Board wishes to advise the Shareholders and the investing public that it has been informed by Standard Beyond Limited, Absolute Above Limited and Shine Top Limited, the substantial shareholders of the Company which are interested in 54,788,000 Shares, 33,181,000 Shares and 69,468,000 Shares (representing approximately 24.90%, 15.08% and

31.58% of the issued share capital of the Company, respectively, that discussions have been made between them and an independent third party in respect of a possible acquisition of certain voting rights from them. The ultimate shareholders of Standard Beyond Limited and Absolute Above Limited are Mr. Tsang Chiu Wai and Kong Cheuk Luen, Trevor, both of them are executive directors of the Company. The ultimate shareholder of Shine Top Limited is Mr. Thomas Lau, Luen-hung, who is the controlling shareholder of the Company as defined under the Rules. In addition, the independent third party has also approached the Company with a view to invest in the Company. If the transaction proceeds, it may result in a change of control of the Company and lead to an offer for the Shares under Rule 26 of the Code.

Although the parties have come to a consensus in respect of the structure of the deal, no agreement or memorandum has been signed by the parties, and there is no certainty that such discussions will lead to a change of control of the Company or an offer for the Shares.

**Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, as there is no certainty that any transaction will eventuate or that any offer will be made for the Shares.** Further announcement(s) will be made as and when necessary in accordance with the Listing Rules and the Code (if applicable).

As at the date hereof, the Company has a total of 220,000,000 Shares in issue. The Company has no other Relevant Securities as at the date hereof. Associates of the Company are reminded to disclose their dealings in the Relevant Securities under Rule 22 of the Code.

An application has been made for the resumption of trading in the Shares with effect from 9:30 a.m. on 19 May 2008.

Save as disclosed above, the Company also confirms that there are no negotiations or agreements relating to intended acquisitions or realisations which are discloseable under Rule 13.23, neither is the Board aware of any matter discloseable under the general obligation imposed by Rule 13.09, which is or may be of a price sensitive nature.

Made by the order of the Board, the directors of which individually and jointly accept responsibility for the accuracy of this announcement.

## **DEFINITIONS**

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”   the board of directors of the Company;

“Code”	the Hong Kong Code on Takeovers and Mergers issued by the Securities and Futures Commission of Hong Kong;
“Company”	United Metals Holding Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the main board of the Stock Exchange;
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Relevant Securities”	relevant securities as defined in Note 4 to Rule 22 of the Code;
“Share(s)”	share(s) of nominal value of HK\$0.01 each in the share capital of the Company;
“Shareholder(s)”	holder(s) of Shares; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

On behalf of the Board  
**United Metals Holdings Limited**  
**Tsang Chiu Wai**  
Chairman

Hong Kong,  
16 May 2008

*In accordance with Rule 3.8 of the Code, reproduced below is the full text of Note 11 to Rule 22 of the Code:*

*“Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7day period is less than HK\$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquires. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

*As at the date of this announcement, the board of directors of the Company comprises Mr. Tsang Chiu Wai and Mr. Kong Cheuk Luen, Trevor as executive directors, and Mr. Lee Tho Siem, Mr. Wang Jianguo and Mr. Loke Yu, alias Loke Hoi Lam as independent non-executive directors, and Mr. Wong Wing Sing as non-executive director.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*\* For identification purposes only*