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Excel

TECHNOLOGY

EXCEL TECHNOLOGY INTERNATIONAL HOLDINGS LIMITED

(志鴻科技國際控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock code: 8048)

**COMPLETION OF PLACING OF EXISTING SHARES;
RESTORATION OF PUBLIC FLOAT;
AND
RESUMPTION OF TRADING**

The Board is pleased to announce that the Placing has been completed on 24 August 2012 in accordance with the terms and conditions of the Agreement. A total of 145,856,910 Placing Shares representing approximately 14.37% of the issued share capital of the Company as at the date of this announcement have been successfully placed to not less than six independent Placees. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, each of the Placees and their respective ultimate beneficial owners are third parties independent of and not connected with the Group, the directors, chief executive or substantial shareholders of any member of the Group or any of their respective associates (as defined in the GEM Listing Rules) and not acting in concert with the Vendor and parties acting in concert with it.

Immediately after completion of the Placing, the public float of the Company has been restored to 25% and therefore the Company has fulfilled the 25% minimum public float requirement under Rule 11.23(7) of the GEM Listing Rules.

Trading in the Shares on the Stock Exchange was suspended from 9:00 a.m. on Tuesday, 3 July 2012 pending the restoration of the required public float of the Shares. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on Monday, 27 August 2012.

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules.

* *For identification purpose only*

Reference is made to the announcement of Excel Technology International Holdings Limited (the “Company”) dated 6 July 2012 related to the placing of the Placing Shares by the Vendor (the “Announcement”). Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as defined in the Announcement.

COMPLETION OF THE PLACING OF EXISTING SHARES

The Board is pleased to announce that the Placing has been completed on 24 August 2012 in accordance with the terms and conditions of the Agreement. A total of 145,856,910 Placing Shares representing approximately 14.37% of the issued share capital of the Company as at the date of this announcement have been successfully placed to not less than six independent Placees. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, each of the Placees and their respective ultimate beneficial owners are third parties independent of and not connected with the Group, the directors, chief executive or substantial shareholders of any member of the Group or any of their respective associates (as defined in the GEM Listing Rules) and not acting in concert with the Vendor and parties acting in concert with it.

RESTORATION OF PUBLIC FLOAT

Immediately after completion of the Placing, the public float of the Company has been restored to 25% and therefore the Company has fulfilled the 25% minimum public float requirement under Rule 11.23(7) of the GEM Listing Rules.

None of the Placees has become a substantial shareholder of the Company immediately following completion of the Placing.

The following is a summary of the shareholding structure of the Company immediately before and immediately after completion of the Placing:-

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Substantial Shareholders				
The Vendor and parties acting in concert with it	759,241,761	74.80	613,384,851	60.43
Cheung Kong (Holdings) Limited (<i>Note</i>)	143,233,151	14.11	143,233,151	14.11
Former Directors				
Fung Din Chung, Rickie	70,000	0.01	70,000	0.01
Leung Lucy, Michele	4,559,498	0.45	4,559,498	0.45
Wong Mee Chun	40,000	0.00	40,000	0.00
	<u>907,144,410</u>	<u>89.37</u>	<u>761,287,500</u>	<u>75.00</u>
Public Shareholders				
The Places	–	–	145,856,910	14.37
Other public shareholders	<u>107,905,590</u>	<u>10.63</u>	<u>107,905,590</u>	<u>10.63</u>
Total	<u>1,015,050,000</u>	<u>100.00</u>	<u>1,015,050,000</u>	<u>100.00</u>

Note: Mr. Li Ka-shing is the settlor of each of The Li Ka-Shing Unity Discretionary Trust (“DT1”) and another discretionary trust (“DT2”). Each of Li Ka-Shing Unity Trustee Corporation Limited (“TDT1”, which is the trustee of DT1) and Li Ka-Shing Unity Trustcorp Limited (“TDT2”, which is the trustee of DT2) holds units in The Li Ka-Shing Unity Trust (“UT1”) but is not entitled to any interest or share in any particular property comprising the trust assets of the said unit trust. The discretionary beneficiaries of each of DT1 and DT2 are, inter alia, Mr. Li Tzar Kuoi, Victor, his wife and children and Mr. Li Tzar Kai, Richard. Li Ka-Shing Unity Trustee Company Limited (“TUT1”) as trustee of UT1 together with certain companies which TUT1 as trustee of UT1 is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings hold more than one-third of the issued share capital of Cheung Kong (Holdings) Limited (“CKH”). CKH is entitled to exercise or control the exercise of one-third or more of the voting power at the general meetings of Alps Mountain Agent Limited (“Alps”) and iBusiness Corporation Limited (“iBusiness”).

The entire issued share capital of each of TUT1, TDT1 and TDT2 are owned by Li Ka-Shing Unity Holdings Limited (“Unity Holdco”). Each of Mr. Li Ka-shing, Mr. Li Tzar Kuoi, Victor and Mr. Li Tzar Kai, Richard is interested in one-third of the entire issued share capital of Unity Holdco. TUT1 is only interested in the shares of CKH by reason only of its obligation and power to hold interests in those shares in its ordinary course of business as trustee and, when performing its functions as trustee, exercises its power to hold interests in the shares of CKH independently without any reference to Unity Holdco or any of Mr. Li Ka-shing, Mr. Li Tzar Kuoi, Victor and Mr. Li Tzar Kai, Richard as a holder of the shares of Unity Holdco as aforesaid.

By virtue of the Securities and Futures Ordinance (“SFO”), each of Mr. Li Ka-shing, being the settlor and may being regarded as a founder of each of DT1 and DT2 for the purpose of the SFO, TUT1, TDT1, TDT2 and CKH is deemed to be interested in the 143,233,151 shares of the Company of which 71,969,151 shares are held by Alps and 67,264,000 shares are held by iBusiness.

Effective from 16 July 2012, Mr. Li Tzar Kai, Richard ceased to have any interest in the issued share capital of Unity Holdco. Mr. Li Ka-shing and Mr. Li Tzar Kuoi, Victor are respectively interested in one-third and two-third of the entire issued share capital of Unity Holdco.

RESUMPTION OF TRADING

Trading in the Shares on the Stock Exchange was suspended from 9:00 a.m. on Tuesday, 3 July 2012 pending the restoration of the required public float of the Shares. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on Monday, 27 August 2012.

By order of the Board
Excel Technology International Holdings Limited
Li Xia
Chairman

Hong Kong, 24 August 2012

As at the date of this announcement, the Board comprises of:

Li Xia (*Executive Director*)
Chen Yin (*Executive Director*)
Yip Tin Hung (*Executive Director*)
Lin Di (*Executive Director*)
Zee Chan Mei Chu, Peggy (*Executive Director*)
Lam Tin Faat (*Independent Non-executive Director*)
Lu Haina (*Independent Non-executive Director*)
Fu Ping Man (*Independent Non-executive Director*)

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, 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.

This announcement will remain on the “Latest Company Announcements” page of the GEM website for at least seven days from the date of its posting and on the website of the Company at www.excelholdings.com.hk.

The English text of this announcement shall prevail over its Chinese text.