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# IMPORTANT

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If you are in any doubt about any of the contents of this Prospectus, you should obtain independent professional advice.



大昌行集團有限公司  
**DAH CHONG HONG HOLDINGS LIMITED**  
(Incorporated in Hong Kong with limited liability)

## GLOBAL OFFERING

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| <b>Number of Offer Shares</b>                 | <b>: 781,200,000 Shares (subject to Over-allotment Option)</b>   |
| <b>Number of Public Offer Shares</b>          | <b>: 123,020,000 New Shares (subject to adjustment)</b>  |
| <b>Number of International Placing Shares</b> | <b>: 658,180,000 Shares (subject to Over-allotment Option and adjustment) comprising 56,980,000 New Shares and 601,200,000 Sale Shares</b>                       |
| <b>Offer Price</b>                            | <b>: Not more than HK\$5.88 per Offer Share (payable in full on application and subject to refund) and expected to be not less than HK\$4.55 per Offer Share</b> |
| <b>Nominal value</b>                          | <b>: HK\$0.15 per Share</b>  |
| <b>Stock code</b>                             | <b>: 1828</b>  |

**Global Coordinator, Bookrunner, Lead Manager and Sponsor**



**BNP PARIBAS**  
CORPORATE & INVESTMENT BANKING

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The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this Prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Prospectus.

A copy of this Prospectus, having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong" in Appendix VII to this Prospectus, has been registered by the Registrar of Companies in Hong Kong as required by section 38D of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this Prospectus or any other documents referred to above.

The Offer Price is expected to be determined by agreement between the Company, the Selling Shareholder and the Global Coordinator (on behalf of the Underwriters) at or about 8:00 a.m., 10 October 2007 or such later time or date as may be agreed by the Company and the Global Coordinator but in any event not later than noon, 10 October 2007.

The Offer Price will be not more than HK\$5.88 per Offer Share and is expected to be not less than HK\$4.55 per Offer Share. Investors applying for Public Offer Shares must pay the maximum Offer Price of HK\$5.88 per Offer Share together with brokerage fee of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.004%. The Global Coordinator (on behalf of the Underwriters) may reduce the indicative Offer Price range stated in this Prospectus at any time prior to the morning of the last day for lodging applications under the Public Offer. In such a case, a notice of the reduction of the indicative Offer Price range will be published in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese) not later than the morning of the last day for lodging applications under the Public Offer. If applications for Public Offer Shares have been submitted prior to the day which is the last day for lodging applications under the Public Offer, then even if the Offer Price is so reduced, such applications cannot subsequently be withdrawn. Further details are set out in the sections headed "Structure and conditions of the Global Offering" and "How to apply for Public Offer Shares and Reserved Shares" in this Prospectus.

If, for any reason, the Offer Price is not agreed between the Company, the Selling Shareholder and the Global Coordinator (on behalf of the Underwriters) at or about 8:00 a.m., 10 October 2007 (or such later time or date as may be agreed by the Company, the Selling Shareholder and the Global Coordinator) but in any event not later than noon, 10 October 2007, the Global Offering will not become unconditional and will lapse. Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this Prospectus and the application forms, including the risk factors set out in the section headed "Risk factors" in this Prospectus.

Pursuant to the termination provisions contained in the Underwriting Agreements in respect of the Offer Shares, the Global Coordinator (on behalf of the Underwriters) has the right in certain circumstances, in the reasonable opinion of the Global Coordinator, to terminate the obligations of the Underwriters pursuant to the Underwriting Agreements at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. Further details of the terms of the termination provisions are set out in the section headed "Underwriting — Grounds for termination" in this Prospectus. It is important that you refer to that section for further details.

The Offer Shares have not been and will not be registered under the US Securities Act and may be offered, sold, pledged or transferred (i) in the United States to QIBs in reliance on Rule 144A or another exemption from registration under the US Securities Act and (ii) outside the United States in reliance on Regulation S under the US Securities Act.

4 October 2007