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FX CREATIONS INTERNATIONAL HOLDINGS LIMITED

豐盛創意國際控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8136)

COMPLETION OF PLACING OF NEW SHARES

Placing Agent



PHOENIX CAPITAL SECURITIES LIMITED

The Board announces that completion of the Placing has taken place on 9 December 2005, where a total of 60,504,000 Placing Shares were placed out by the Agent to six Placees, who and whose ultimate beneficial owners are Independent Third Parties at the Placing Price of HK\$0.033 per Placing Share.

Reference is made to the announcement dated 21 November 2005 made by the Company in respect of the Placing (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

The Board announces that all the conditions set out in the paragraph headed “Conditions of the Placing” in the Announcement have been fulfilled on 8 December 2005 and completion of the Placing has taken place on 9 December 2005 in accordance with the terms of the Placing Agreement, where a total of 60,504,000 Placing Shares, representing approximately 15.13% and 13.14% of the pre-enlarged and enlarged issued share capital of the Company respectively, were placed out at the Placing Price of HK\$0.033 per Placing Share by the Agent to six Placees, comprising individuals and institutional investors, who and whose ultimate beneficial owners, to the best of the Directors’ and the Agent’s knowledge, information and belief, having made all reasonable enquiries:

- (1) are Independent Third Parties; and
- (2) none of them were allotted and issued with more than 5% of the issued share capital of the Company as enlarged by the Placing.

* *For identification purpose only*

Set out below is the shareholding structure of the Company before and after the Placing:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	No. of Shares	Approximate Percentage	No. of Shares	Approximate Percentage
Wise New Management Limited (Note 1)	204,000,000	51.00%	204,000,000	44.30%
Top Accurate Limited (Note 2)	76,000,000	19.00%	76,000,000	16.50%
Public Shareholders				
six Placees (Note 3)	–	–	60,504,000	13.14%
Other public Shareholders	<u>120,000,000</u>	<u>30.00%</u>	<u>120,000,000</u>	<u>26.06%</u>
Total	<u>400,000,000</u>	<u>100.00%</u>	<u>460,504,000</u>	<u>100.00%</u>

Notes:

1. The issued share capital of Wise New Management Limited is beneficially owned by Cashtram Associates Limited (“Cashtram”) as to 45%, FX Creations (Holdings) Inc. (“FXHI”) as to 30% and Forge Smart Investments Limited (“Forge Smart”) as to 25%. Mr. Ng Pak To, Petto, an executive Director and the chairman of the Company, holds 40% and 100% equity interests in Cashtram and Forge Smart. Mr. Ho Kai Chung, David holds 30% equity interests in Cashtram. Madam Ho Pui Lai and Mr. Tan Yu, Wally holds 20% and 10% equity interests in Cashtram respectively. Madam Ho Pui Lai is the Wife of Mr. Ng Pak To, Petto. Mr. Wong Wai Shan holds 100% equity interests in FXHI.

On 20 June 2005, the 204,000,000 Shares held by Wise New Management Limited were pledged in favour of Corkwood Enterprises Limited, a company incorporated in the British Virgin Islands and wholly and beneficially owned by Mr. Lau Kim Hung, Jack, who accordingly, had a short position in these 204,000,000 Shares under the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

2. The ultimate beneficial owner of Top Accurate Limited is Mr. Ma She Shing, Albert.
3. None of the six Placees were allotted and issued with more than 5% of the issued share capital of the Company as enlarged by the Placing.

By order of the Board
FX Creations International Holdings Limited
Ng Pak To, Petto
Chairman

Hong Kong, 9 December 2005

As at the date of this announcement, the executive Directors are Ng Pak To, Petto, Ong Chor Wei and Chan Man Yin. The independent non-executive Directors are Lee Kun Hung, Wong Hou Yan, Norman and Cheung Chi Hwa, Justin.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange 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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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