



中策集團有限公司
China Strategic Holdings Limited

香港九龍觀塘鴻圖道51號保華企業中心8樓
8/F., Paul Y. Centre, 51 Hung To Rd.,
Kwun Tong, Kowloon, Hong Kong.
電話 Tel : (852) 2372 0130
傳真 Fax : (852) 2537 6591

FORM OF RULE 12G3-2(b) TRANSMITTAL TO THE SEC



04012881

12th February, 2004

Re: China Strategic Holdings Limited – File No. 82-3596

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549
U.S.A.

SUPPL

04 FEB 19 11:21

BY COURIER

Ladies and Gentlemen,

In connection with Rule 12g3-2(b) exemption of China Strategic Holdings Limited (“CSH”), CSH hereby furnishes the Securities and Exchange Commission with the Form SC1 dated 31st December, 2003.

The CSH file number (82-3596) appears on the upper right hand corner of the first page of each document.

Yours faithfully,
For and on behalf of
China Strategic Holdings Limited

PROCESSED

FEB 19 2004

THOMSON
FINANCIAL

Jenny

Jenny Chan
Secretary

Encl.

JC/DT/CSH04

du 2/18

Company Number 公司編號

29649

1 Company Name 公司名稱

China Strategic Holdings Limited
中策集團有限公司

2 Date(s) of Allotment 分配日期 (Note 註 2)

| | | | | | | | |
|------|------|--------|----|------|------|--------|---|
| 31 | 12 | 2003 | To | 31 | 12 | 2003 | 至 |
| DD 日 | MM 月 | YYYY 年 | | DD 日 | MM 月 | YYYY 年 | |

3 Totals of this Allotment 此股份分配的總款額:-

Nominal Amount Paid and Payable 已繳及應繳的總面額 (Note 註 3)

\$ 2,140,570

Premium Amount Paid and Payable [(A) + (B)] 已繳及應繳的溢價總額 [(A)+(B)]

\$ 1,284,342

4 Cumulative Total of Paid-up Capital (Including this Allotment)

累積繳足股款總額 (包括此分配)

\$ 85,659,508.70

5 Shares Allotted for Cash 用現金支付的分配股份

| Class of Shares 股份類別 | No. of Shares Allotted 獲分配的股份數目 | Nominal Value of Each Share 每股的面值 | Amount Paid and Payable on Each Share 每股已/應繳付的款額 | | Premium on Each Share 每股的溢價款額 | Total Premium Paid And Payable (A) 已繳及應繳的溢價總款額 |
|-------------------------|------------------------------------|--------------------------------------|---|----------------|----------------------------------|---|
| | | | Paid 已繳付 | Payable 應繳付 | | |
| Ordinary | 21,405,700 | HK\$0.10 | HK\$0.16 | - | HK\$0.06 | HK\$1,284,342 |
| | | | | | | |
| | | | | | | |

Presenter's Name and Address

提交人的姓名及地址

Treasure Way Services Limited
8/F., Paul Y. Centre
51 Hung To Road
Kwun Tong
Kowloon

For Off

請勿填寫

Your Receipt
Companies Registry
H.K.

| | |
|-------------|------------|
| 19/01/2004 | 00526961 |
| DR No. : | -029649- |
| Sh. Form : | SC1 |
| QB | \$1,285.00 |
| TOTAL (CHK) | \$1,285.00 |

Return of Allotments

股份分配申報表

Company Number 公司編號

29649

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6 Shares Allotted for other than Cash 非現金支付的分配股份 (Note 註 4)

| Class of Shares 股份類別 | No. of Shares Allotted 獲分配的股份數目 | Nominal Value of Each Share 每股的面值 | Amount Treated As Paid on Each Share 每股被視作已繳付的款額 | Premium on Each Share 每股的溢價款額 | Total Premium Paid and Payable (B) 已繳及應繳的溢價總款額 |
|-------------------------|------------------------------------|--------------------------------------|---|----------------------------------|---|
| N/A | | | | | |
| | | | | | |
| | | | | | |

Consideration for which the Shares have been Allotted 分配上述股份的代價

7 Details of Allottees 獲分配股份者的詳情

| Name, Occupation and Description 姓名/名稱, 職業及描述 | Address 地址 | No. of Shares Allotted by Class 各類別股份分配的數目 | | |
|--|---|---|----------|----------|
| | | Class 類別 | Class 類別 | Class 類別 |
| | | Ordinary | | |
| HKSCC Nominees Limited | 7/F., Vicwood Plaza 199 Des Voeux Road Central Hong Kong | 21,106,400 | | |
| Chu Tang Fei | 7/F., Chung Kiu Commercial Building, 47 Shan Tung Street, Kowloon, Hong Kong | 70,000 | | |
| Catherine Yu | 7/F., Chung Kiu Commercial Building, 47 Shan Tung Street, Kowloon, Hong Kong | 88,000 | | |
| Chu Tang Lung | 7/F., Chung Kiu Commercial Building, 47 Shan Tung Street, Kowloon, Hong Kong | 70,000 | | |
| Chu Tang Kei | 7/F., Chung Kiu Commercial Building, 47 Shan Tung Street, Kowloon, Hong Kong | 70,000 | | |
| Fung Hon Yue | 12/F., Shum Tower, 268 Des Voeux Road Central, Hong Kong | 1,300 | | |
| Total Shares Allotted by Class 各類股份分配總額 | | 21,405,700 | | |

Signed 簽名 :

(Name 姓名): (Chan Yan Yan, Jenny) Date 日期 : 31st December, 2003

Director 董事 / Secretary 秘書 *

*Delete whichever does not apply 請刪去不適用者