



中策集團有限公司
China Strategic Holdings Limited



04024224

傳真 Fax: (852) 2537 6591

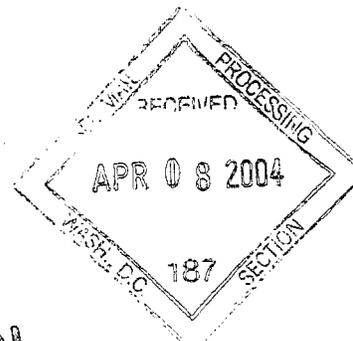
51號保華企業中心8樓
e, 51 Hung To Rd.,
loon, Hong Kong.
372 0130

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

7th March, 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

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 following documents:-

1. Announcement dated 12th March, 2004;
2. Form SC1 dated 11th March, 2004; and
3. Form SC1 dated 23rd March, 2004.

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



Jenny Chan
Secretary

Encl.

JC/DT/CSH04

PROCESSED

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China Daily
15 March 2004

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CHINA STRATEGIC HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

ANNOUNCEMENT OF RESULTS OF MRI HOLDINGS LIMITED FOR THE YEAR ENDED 31ST DECEMBER, 2003

MRI Holdings Limited ("MRI") (formerly known as Australia Net.Com Limited), a 57.26% owned subsidiary of China Strategic Holdings Limited, has announced its audited consolidated results for the year ended 31st December, 2003. The audited financial statements of MRI are set out below.

The Board of Directors (the "Board") of China Strategic Holdings Limited ("CSH") announces the audited consolidated results of MRI Holdings Limited ("MRI") (formerly known as Australia Net.Com Limited) for the year ended 31st December, 2003 which has been announced by MRI on 12th March, 2004, in Australia. MRI, a company incorporated in Australia, is an approximately 57.26% owned subsidiary of CSH and its shares are listed on the Australian Stock Exchange.

The audited financial statements for the year ended 31st December, 2003 are prepared in accordance with the Corporations Act 2001, applicable Accounting Standards and Urgent Issues Group Consensus Views, and complies with other requirements of the law of Australia.

Results

The audited consolidated results of MRI and its subsidiaries for the years ended 31st December, 2003 and 2002 are as follows:

	Year ended 31st December,	
	2003	2002
	A\$'000	A\$'000
Turnover	<u>635</u>	<u>629</u>
Operating profit (loss)	2,391	(2,127)
Taxation	<u>(111)</u>	<u>(9)</u>
Profit (loss) attributable to shareholders	2,280	(2,136)
Accumulated losses brought forward	<u>(15,140)</u>	<u>(13,004)</u>
Accumulated losses carried forward	<u>(12,860)</u>	<u>(15,140)</u>
Basic earnings (losses) per share	5.0 cents	(4.6) cents

Diluted earnings (losses) per share is not materially different from basic earnings (losses) per share and therefore is not disclosed.

Balance Sheet Highlights

The audited consolidated balance sheets of MRI and its subsidiaries shows the followings:

	As at 31st December,	
	2003	2002
	A\$'000	A\$'000
Current assets	16,277	21,010
Non current assets	<u>6,540</u>	<u>737</u>
Total assets	22,817	21,747
Current liabilities	(189)	(51)
Non current liabilities	<u>(71)</u>	<u>(91)</u>
Net assets	<u>22,557</u>	<u>21,605</u>
Share capital	31,184	31,184
Reserves and accumulated losses	<u>(8,627)</u>	<u>(9,579)</u>
	<u>22,557</u>	<u>21,605</u>

By Order of the Board
Chan Ling, Eva
Executive Director

Hong Kong, 12th March, 2004



Return of Allotments

公司註冊處
Companies Registry

(公司條例第 45(1)條)
(Companies Ordinance s. 45(1))

表格 **SC1**
Form

重要事項 Important Notes

- 填表前請參閱〈填表須知〉。
請用黑色墨水列印。
- Please read the accompanying notes before completing this form.
Please print in black ink.

公司編號 Company Number

29649

1 公司名稱 Company Name

China Strategic Holdings Limited
中策集團有限公司

(註 Note 7) 2 分配股份的日期或始末日期 Date or Period during which Shares were Allotted

由 From

08	03	2004
日 DD	月 MM	年 YYYY

至 To

11	03	2004
日 DD	月 MM	年 YYYY

3 本次股份分配的總款額 Totals of this Allotment

(註 Note 8)

已繳及應繳的總面額
Total Nominal Amount Paid and Payable

已繳及應繳的溢價總額 [第 5A(a) + 5B(a)項]
Total Premium Amount Paid and Payable [Sections 5A(a) + 5B(a)]

貨幣單位 Currency	款額 Amount
HKS	1,250,000
HKS	970,000

4 公司自成立為法團當日起計，累積的已繳股款總額(包括本次分配但不包括溢價) Cumulative Total of Paid-up Share Capital of the Company since Incorporation (Including this Allotment but Excluding Premium)

貨幣單位 Currency	款額 Amount
HKS	87,859,508.70

(註 Note 3) 提交人的資料 Presentor's Reference

姓名 Name: Treasure Way Services Limited
地址 Address: 8/F., Paul Y. Centre, 51 Hung To Road,
Kwun Tong, Kowloon

電話 Tel: 2372 0130 傳真 Fax: 2537 6591

電郵地址 E-mail Address:

檔號 Reference:

指明編號 2/2004 (修訂) (2004 年 2 月)
Specification No. 2/2004 (Revision) (Feb. 2004)

請勿填寫本欄 For Official Use

Your Receipt
Companies Registry
H.K.

26/03/2004	CC541744
CR No. :	-029649-
Sh. Form :	SC1
08	\$970.00

TOTAL (CHK)	\$970.00
=====	

5 本次股份分配的詳情 Details of this Allotment**A. 現金支付的分配股份 Shares Allotted for Cash**

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股已繳及應繳的款額 (包括溢價) Amount Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	已繳及應繳 的溢價總款額 Total Premium Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		
Ordinary	12,500,000	HK\$0.1	HK\$0.1776	-	HK\$0.0776	HK\$970,000

(註 Note 9)

B. 非現金支付的分配股份 Shares Allotted otherwise than in Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股被視作已繳 及應繳的款額 (包括溢價) Amount Treated as Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	被視作已繳及應繳 的溢價總款額 Total Premium Treated as Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		

(註 Note 10)

分配上述(B)項股份的代價

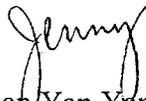
Consideration for which the Shares in (B) have been Allotted

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6 獲分配股份者的詳情 Details of Allottee(s)

姓名/名稱 Name	地址 Address	各類別股份分配的數目 No. of Shares Allotted by Class	
		類別 Class	類別 Class
		Ordinary	
Cheung Sze Man	14/F, Flat C, Crystal Court, 6 Man Wan Road, Kowloon, Hong Kong	4,000,000	
Tang Bo Shan	Room C, 13/F, Block 8 Lung Mun Oasis, Tuen Man N.T.	1,500,000	
Wu Wai Kwan	Room 3006, Hin Fu House, Hing Keng Estate, Shatin, N.T.	1,000,000	
Ng Sau Lin	Flat D, 16/F., Block 2, Maritime Bay, Junk Bay, New Territories	1,000,000	
Chu Man Chun	Flat 13, 37/F., On Yan House, Tsz On Court, Kowloon	1,000,000	
Chan Yan Yan, Jenny	Flat D, 6/F, Block 10, Park Island, Ma Wan, N.T.	3,000,000	
Tsang Pui Kwan	Flat E, 11/F, Block 5, The Liberte, 833 Lai Chi Kok Road, Kowloon, Hong Kong	1,000,000	
各類別股份分配的總數 Total Shares Allotted by Class		12,500,000	

簽署 Signed :



姓名 Name :

Chan Yan Yan, Jenny

董事 Director / 秘書 Secretary *

日期 Date :

11th March, 2004

日 DD / 月 MM / 年 YYYY

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



Return of Allotments

公司註冊處
Companies Registry

(公司條例第 45(1)條)
(Companies Ordinance s. 45(1))

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公司編號 Company Number

29649

1 公司名稱 Company Name

China Strategic Holdings Limited
中策集團有限公司

(註 Note 7) 2 分配股份的日期或始末日期 Date or Period during which Shares were Allotted

由 From

22	03	2004
日 DD	月 MM	年 YYYY

至 To

22	03	2004
日 DD	月 MM	年 YYYY

3 本次股份分配的總款額 Totals of this Allotment

(註 Note 8)

已繳及應繳的總面額
Total Nominal Amount Paid and Payable

已繳及應繳的溢價總額 [第 5A(a) + 5B(a) 項]
Total Premium Amount Paid and Payable [Sections 5A(a) + 5B(a)]

貨幣單位
Currency

款額
Amount

HKS	300,000
HKS	232,800

4 公司自成立為法團當日起計，累積的已繳股款總額(包括本次分配但不包括溢價)

Cumulative Total of Paid-up Share Capital of the Company since Incorporation (Including this Allotment but Excluding Premium)

貨幣單位
Currency

款額
Amount

HKS	88,159,508.70

(註 Note 3) 提交人的資料 Presentor's Reference

姓名 Name: Treasure Way Services Limited
地址 Address: 8/F., Paul Y. Centre, 51 Hung To Road,
Kwun Tong, Kowloon

電話 Tel: 2372 0130 傳真 Fax: 2537 6591

電郵地址 E-mail Address:

檔號 Reference:

指明編號 2/2004 (修訂) (2004 年 2 月)
Specification No. 2/2004 (Revision) (Feb. 2004)

請勿填寫本欄 For Official Use

Your Receipt
Companies Registry
H.K.

26/03/2004	00541745
CR No. :	-029649-
Sh. Form :	SC1
08	\$233.00

TOTAL(CSH)	\$233.00
=====	

5 本次股份分配的詳情 Details of this Allotment

A. 現金支付的分配股份 Shares Allotted for Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股已繳及應繳的款額 (包括溢價) Amount Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	已繳及應繳 的溢價總款額 Total Premium Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		
Ordinary	3,000,000	HK\$0.1	HK\$0.1776	-	HK\$0.0776	HK\$232,800

(註 Note 9) B. 非現金支付的分配股份 Shares Allotted otherwise than in Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股被視作已繳 及應繳的款額 (包括溢價) Amount Treated as Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	被視作已繳及應繳 的溢價總款額 Total Premium Treated as Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		

(註 Note 10)

分配上述(B)項股份的代價

Consideration for which the Shares in (B) have been Allotted

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6 獲分配股份者的詳情 Details of Allottee(s)

姓名/名稱 Name	地址 Address	各類別股份分配的數目 No. of Shares Allotted by Class	
		類別 Class	類別 Class
		Ordinary	
Ng Sau Lin	Flat D, 16/F., Block 2, Maritime Bay, Junk Bay, New Territories	2,000,000	
Chu Man Chun	Flat 13, 37/F., On Yan House, Tsz On Court, Kowloon	1,000,000	
各類別股份分配的總數 Total Shares Allotted by Class		3,000,000	

簽署 Signed : 
 姓名 Name : Chan Yan Yan, Jenny
 董事 ~~Director~~ / 秘書 Secretary *

日期 Date : 23rd March, 2004
 日 DD / 月 MM / 年 YYYY

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