Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



**EXPIRY OF WARRANTS (WARRANT CODE: 2386)** 

The Warrants will expire after 4:00 p.m. on Wednesday, 30th September, 2009.

The last trading day of the Warrants on the Stock Exchange is **Friday**, **25th September**, **2009**. The latest time to exercise the subscription rights attaching to the Warrants is **4:00 p.m. on Wednesday**, **30th September**, **2009**.

Application has been made to the Stock Exchange for the withdrawal of listing of the Warrants with effect from **4:00 p.m. on Wednesday, 30th September, 2009**.

The board of directors of Xpress Group Limited ("Company") wishes to remind holders of the existing outstanding warrants of the Company (warrant code: 2386) ("Warrants") that in accordance with the terms and conditions of the instrument constituting the Warrants dated 16th August, 2004 ("Instrument"), the subscription rights attaching to the Warrants will expire on Wednesday, 30th September, 2009. Each Warrant entitles the holder to subscribe for new share of HK\$0.01 each ("Share") in the capital of the Company at the subscription price of HK\$0.09 per Share until Wednesday, 30th September, 2009. Any subscription rights attaching to the Warrants which have not been exercised by 4:00 p.m. on Wednesday, 30th September, 2009 will lapse and the Warrant certificates will cease to be valid for any purpose.

In respect of the expiry of the Warrants, the Company has made the following arrangements regarding dealings in, transfers of and exercise of the subscription rights

attaching to the Warrants:

- The last trading day of the Warrants on The Stock Exchange of Hong Kong Limited ("Stock Exchange") will be fixed on Friday, 25th September, 2009 and trading of the Warrants on the Stock Exchange will cease after 4:00 p.m. on Friday, 25th September, 2009. The listing of the Warrants will be withdrawn from the Stock Exchange after 4:00 p.m. on Wednesday, 30th September, 2009, and application has been made to the Stock Exchange for the withdrawal of listing of the Warrants with effect from 4:00 p.m. on Wednesday, 30th September, 2009.
- Registered holders of the Warrants who wish to exercise the subscription rights attaching to the Warrants must lodge with the registrar of the Company, Tricor Friendly Limited ("Registrar") at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, the followings by not later than 4:00 p.m. on Wednesday, 30th September, 2009:
  - (a) the relevant certificate(s) of the Warrants:
  - (b) the duly completed and signed subscription form(s); and
  - (c) remittances for the relevant subscription moneys.
- Holders of the Warrants who have not registered their holdings in such Warrants in their own names and wish to exercise the subscription rights attaching thereto must lodge with the Registrar at the above-mentioned address the followings by **not later than 4:00 p.m. on Wednesday, 30th September, 2009**:
  - (a) the relevant duly executed and stamped instrument(s) of transfer and/or other document(s) of title;
  - (b) the relevant certificate(s) of the Warrants;
  - (c) the duly completed and signed subscription form(s); and
  - (d) remittances for the relevant subscription moneys.

Subscription forms lodged with the Registrar later than 4:00 p.m. on Wednesday, 30th September, 2009 will not be regarded as valid and will not be accepted. Under the terms of the Instrument, new Shares will be allotted and issued within 10 business days after the date of exercise of the subscription rights attaching to the Warrants.

The closing prices of the Shares and the Warrants as quoted on the Stock Exchange

on Tuesday, 25th August, 2009 (being the date of this announcement) were HK\$0.084 per Share and HK\$0.02 per unit of Warrant respectively. Shares to be issued pursuant to the exercise of the subscription rights attaching to the Warrants will, when issued, rank pari passu in all respects with the then existing issued Shares.

A circular relating to the expiry of Warrants will be despatched to holders of Warrants and, for information only, the shareholders of the Company as soon as practicable.

Holders of the Warrants who are in doubt as to their position or as to the actions to be taken should consult their licensed securities dealer or registered institution dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

By Order of the Board

Xpress Group Limited

Chan Tong Wan

Managing Director

Hong Kong SAR, 25 August, 2009

As at the date of this announcement, the Board comprises of the executive directors Mr. Chan Heng Fai, Mr. Chan Tong Wan, Ms. Chan Yoke Keow, Ms. Chan Sook Jin, Mary-ann and non-executive director Mr. Fong Kwok Jen as well as independent non-executive directors Mr. Wong Dor Luk, Peter, Mr. Joao Paulo Da Roza and Ms. Chian Yat Ping.