
IMPORTANT

If you are in any doubt about this prospectus, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional adviser.



Topsearch International (Holdings) Limited 至卓國際(控股)有限公司*

(incorporated in Bermuda with limited liability)

NEW ISSUE

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

BY WAY OF PUBLIC OFFER AND PLACING

Number of New Shares	:	160,000,000 Shares, subject to over-allotment option
Number of Public Offer Shares	:	24,000,000 Shares, subject to reallocation
Number of Placing Shares	:	136,000,000 Shares, subject to over-allotment option and reallocation
Offer Price	:	HK\$1.38 per New Share payable in full on application
Nominal value	:	HK\$0.10 each
Stock code	:	2323

Sponsor, Bookrunner and Lead Manager



DBS ASIA CAPITAL LIMITED

Principal Placing Agent

DBS VICKERS SECURITIES

Co-Managers

**DBS Vickers (Hong Kong) Limited
Kingsway SW Securities Limited
Phoenix Capital Securities Ltd.**

**KGI Asia Limited
Phillip Securities (HK) Ltd.
Tartan Securities (Asia) Ltd.**

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 under "Documents delivered to the Registrar of Companies" in Appendix V to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance. A copy of this prospectus has also been filed with the Registrar of Companies in Bermuda as required by the Companies Act 1981 of Bermuda (as amended). The Securities and Futures Commission, the Registrar of Companies in Hong Kong and the Registrar of Companies in Bermuda take no responsibility for the contents of this prospectus or any other documents referred to above.

Prospective investors in the New Shares should note that the Underwriters are entitled to terminate their obligations under the Underwriting Agreement by notice in writing to the Company given by DBS Asia (acting for itself and on behalf of the Underwriters) upon the occurrence of any of the events set forth under "Grounds for termination" in the section headed "Underwriting" in this prospectus at any time prior to 6:00 p.m. (Hong Kong time) on the day immediately preceding the day on which dealings in the Shares on the Main Board first commence. Such events include, without limitation, any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out.

11 June, 2002

* For identification purposes only