

IMPORTANT

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



天虹紡織集團有限公司 TEXHONG TEXTILE GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING AND PUBLIC OFFER

Number of Offer Shares	:	218,000,000 Shares comprising 174,400,000 New Shares (subject to the Over-allotment Option) and 43,600,000 Sale Shares
Number of Placing Shares	:	196,200,000 Shares comprising 152,600,000 New Shares (subject to reallocation and the Over-allotment Option) and 43,600,000 Sale Shares (subject to reallocation)
Number of Public Offer Shares	:	21,800,000 Shares (subject to reallocation)
Offer Price	:	HK\$1.15 per Offer Share
Nominal value	:	HK\$0.10 each
Stock code	:	2678

Sponsor



Goldbond Capital (Asia) Limited

Sole Bookrunner and Lead Underwriter



Goldbond Securities Limited

Underwriters

**GC Capital (Asia) Limited
Shenyin Wanguo Capital (H.K.) Limited
Toyo Securities Asia Limited**

**Guotai Junan Securities (Hong Kong) Limited
Tai Fook Securities Company Limited
UOB Kay Hian (Hong Kong) Limited**

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 in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong and documents available for inspection" in Appendix VIII to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance. The Registrar of Companies in Hong Kong and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of this prospectus or any of the other documents referred to above.

Prospective investors should note that the Share Offer will not proceed if the Lead Underwriter, on behalf of the Underwriters, terminate the Underwriting Agreement by notice in writing to the Company, in accordance with its terms and conditions, at any time prior to the 8:00 a.m. (Hong Kong time) on the Listing Date upon occurrence of any of the events set forth under "Grounds for termination" in the section headed "Underwriting arrangements and expenses" in this prospectus.

30 November 2004