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**SYNERGIS 新昌**

total management solutions 整全管理

**SYNERGIS HOLDINGS LIMITED**

**新昌管理集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 02340)**

**ANNOUNCEMENT  
AND RESUMPTION OF TRADING**

This announcement is made pursuant to Rule 3.2(d)(i) of the Code.

The Board has noted the increases in the price and trading volume of the Shares on 30 May 2008 and wishes to state, save as set out below, that it is not aware of any reasons for such increases. The Board wishes to advise Shareholders that it understands that an initial approach has been made in respect of a possible acquisition of voting rights from an existing shareholder by an independent third party which may result in a change of control of the Company and lead to an offer for the Shares. Discussions are at a very preliminary stage only, and there can be no certainty that such discussions will lead to a change of control or an offer.

**Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, as there is no certainty that any transaction will eventuate or that any offer will be made for the Shares.** Further announcement(s) will be made as and when necessary in accordance with the Code and the Listing Rules.

Save as disclosed above, the Board also confirms that there are no negotiations or agreements relating to intended acquisitions or realisations which are discloseable under Rule 13.23 of the Listing Rules, neither is the Board aware of any matter discloseable under the general obligation imposed by Rule 13.09 of the Listing Rules, which is or may be of a price-sensitive nature.

As at the date hereof, the Company has a total of 332,000,000 Shares in issue. As at the date hereof, there are 8,200,000 share options issued and outstanding under the Company's share option scheme. Save for the aforesaid, the Company has no other Relevant Securities as at the date hereof. Associates of the Company are reminded to disclose their dealings in the Relevant Securities under Rule 22 of the Code.

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 2 June 2008 pending the release of this announcement. An application has been made by the Company for the resumption of trading in the Shares with effect from 2:30 p.m. on 2 June 2008.

\* For identification purpose only

Made by the order of the Board, the directors of which individually and jointly accept responsibility for the accuracy of this announcement.

## DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”	the board of directors of the Company;
“Code”	The Codes on Takeovers and Mergers and Share Repurchases;
“Company”	Synergis Holdings Limited, a company incorporated in Bermuda with limited liability and the Shares of which are listed on the main board of the Stock Exchange;
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Relevant Securities”	relevant securities as defined in Note 4 to Rule 22 of the Code;
“Shares”	shares of HK\$0.10 each in the capital of the Company;
“Shareholder(s)”	holder(s) of Shares; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

By order of the Board  
**Synergis Holdings Limited**  
**Fan Cheuk Hung**  
*Managing Director*

Hong Kong, 2 June 2008

*In accordance with Rule 3.8 of the Code, reproduced below is the full text of Note 11 to Rule 22 of the Code:*

*“Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquires. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

As at the date of this announcement, the Board comprises Professor Woo Chia Wei as independent non-executive chairman; Ms. Fung Yeh Yi Hao, Yvette (deputy chairman) and Mr. Fan Cheuk Hung (managing director) as executive Directors; and Mr. Tsang Cheung, Mr. Tsui Yiu Wa, Alec and Mr. Nicholas David Swain as independent non-executive Directors. Mr. Chan Yat Chor, Vincent is the alternate Director to Ms. Fung Yeh Yi Hao, Yvette.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

*Website: <http://www.synergis.com.hk>*