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UDL HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)
(Stock Code: 620)

HARBOUR FRONT LIMITED

(incorporated in the British Virgin Islands with limited liability)

THE OFFERS HAVE BECOME UNCONDITIONAL

Mandatory conditional cash offers by



on behalf of

Harbour Front Limited

**to acquire all the issued shares and to cancel all the outstanding options of
UDL Holdings Limited**

(other than those shares and options already owned by Harbour Front Limited and parties acting in concert with it)

Financial Adviser to Harbour Front Limited



AMS Corporate Finance Limited

As at 4:00 p.m. on 13 October 2005:

- (1) valid acceptances in respect of a total of 7,873,000 Shares under the Share Offer, representing approximately 0.80% of the issued share capital of the Company and of the voting rights which may be exercised at general meetings of the Company (as enlarged by the allotment and issuance on 13 October 2005 of 7,168,000 new Shares pursuant to the exercise of certain Outstanding Options by some of the Optionholders) had been received by Harbour Front; and
- (2) no acceptance in respect of the Option Offer had been received so far.

During the period from 7 September 2005, being the date on which the Offer Period commenced, up to the date of this announcement, save for the acceptance of the 7,873,000 Shares under the Share Offer, none of the members of the Harbour Front Concert Group had dealt in any Shares or Outstanding Options.

Taking into account the 7,873,000 Shares accepted under the Share Offer and the 487,179,999 Shares held by the Harbour Front Concert Group as at the commencement of the Offer Period, the Harbour Front Concert Group in aggregate holds 495,052,999 Shares, representing approximately 50.04% of the issued share capital of the Company as at the date of this announcement and of the voting rights which may be exercised at general meetings of the Company. The total number of Shares in issue as the date of this announcement (as enlarged by the allotment and issue of the new Shares pursuant to the exercise of the Outstanding Options by the Optionholders as described above) is 989,222,302. Accordingly, the Offers have become unconditional on 13 October and in accordance with Rule 15.3 of the Takeovers Code, the Offers will remain open for acceptance for a period of not less than 14 days thereafter. Pursuant to Rule 15.1 of the Takeovers Code, the Offers must be open for acceptance for at least 21 days and, therefore, the first closing date of the Offers will remain as Wednesday, 2 November 2005.

INTRODUCTION

Reference is made to the composite offer and response document regarding the Offers (“**Composite Document**”) despatched to the Independent Shareholders and the Optionholders on 12 October 2005. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Composite Document.

THE OFFERS HAVE BECOME UNCONDITIONAL

As at 4:00 p.m. on 13 October 2005:

- (1) valid acceptances in respect of a total of 7,873,000 Shares under the Share Offer, representing approximately 0.80% of the issued share capital of the Company and of the voting rights which may be exercised at general meetings of the Company (as enlarged by the allotment and issuance on 13 October 2005 of 7,168,000 new Shares pursuant to the exercise of certain Outstanding Options by some of the Optionholders) had been received by Harbour Front; and
- (2) no acceptance in respect of the Option Offer had been received so far.

The Company wishes to state that among the 7,873,000 Shares tendered for acceptances under the Share Offer, 7,168,000 Shares are new Shares issued pursuant to the exercise of certain of the Outstanding Options by the relevant Optionholders on 12 October 2005 and 13 October 2005, respectively. As at the date of this announcement, the Company has a total of 989,222,302 Shares in issue (as enlarged by the allotment and issue of the new Shares pursuant to the exercise of the Outstanding Options by the Optionholders as described above) and a total of 1,908,000 Outstanding Options.

During the period from 7 September 2005, being the date on which the Offer Period commenced, up to the date of this announcement, save for the acceptance of the 7,873,000 Shares under the Share Offer, none of the members of the Harbour Front Concert Group had dealt in any Shares or Outstanding Options.

Taking into account the 7,873,000 Shares accepted under the Share Offer and the 487,179,999 Shares held by the Harbour Front Concert Group as at the commencement of the Offer Period, the Harbour Front Concert Group in aggregate holds 495,052,999 Shares, representing approximately 50.04% of the issued share capital of the Company as at the date of this announcement and of the voting rights which may be exercised at general meetings of the Company. Accordingly, the Offers have become unconditional on 13 October 2005.

In accordance with Rule 15.3 of the Takeovers Code, the Offers will remain open for acceptance for a period of not less than 14 days after the Offers have become unconditional. Pursuant to Rule 15.1 of the Takeovers Code, the Offers must be open for acceptance for at least 21 days and, therefore, the first closing date of the Offers will remain as Wednesday, 2 November 2005 as indicated in the Composite Document. **The latest time and date for acceptance of the Offers is 4:00 p.m. on Wednesday, 2 November 2005.**

Remittance in respect of valid acceptances under the Share Offer referred to above will be posted to the relevant Shareholders by ordinary post at their own risk within 10 days from the date of this announcement, being the date on which the Offers are declared unconditional.

GENERAL

All other terms of the Offers as set out in the Composite Document remain unchanged. The Independent Shareholders and Optionholders are advised to refer to the Composite Document for details of the acceptance procedures should they wish to accept the Offers.

A further announcement on the results of the Offers will be made by the Company and Harbour Front on the first Closing Date (being Wednesday, 2 November 2005) in accordance with Rule 19.1 of the Takeovers Code.

By Order of the Board
UDL Holdings Limited
Lee Ka Lun, Stephen
Director

By Order of the Board
Harbour Front Limited
Leung Yu Oi Ling, Irene
Director

Hong Kong, 13 October 2005

As at the date of this announcement, the Board comprises three executive Directors namely Mrs. Leung Yu Oi Ling, Irene, Ms. Leung Chi Yin, Gillian, Mr. Lee Ka Lun, Stephen and three independent non-executive Directors, namely Mr. Pao Ping Wing, JP, Professor Yuen Ming Fai, Matthew and Ms. Tse Mei Ha.

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.

The directors of Harbour Front jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to the Group) 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 (other than those in relation to the Group) the omission of which would make any statement in this announcement misleading.

“Please also refer to the published version of this announcement in The Standard.”