JACKIN INTERNATIONAL HOLDINGS LIMITED
(輝影國際集團有限公司)

(Incorporated in Bermuda with limited liability)

CONVERSION OF CONVERTIBLE NOTES

SUMMARY

Reference is made to the announcements of Jackin International Holdings Limited dated 8 November 2000, 27 November 2003 and 2 December 2003 respectively in relation to, among other things, the acquisition of Fortune Luck Development Ltd. and the proposed issue of one convertible note to Art-Tech Enterprises Ltd., a company wholly-owned by Mr. Kin Lok Chiu. On 5 January 2001, Jackin International Holdings Limited issued one convertible note to Art-Tech Enterprises Ltd.. On 24 December 2003, 59,454,545 shares in Jackin International Holdings Limited were issued to Art-Tech Enterprises Ltd. upon its exercise, in full, of the conversion rights under the convertible note.

Reference is made to the announcements of Jackin International Holdings Limited (the "Company") dated 8 November 2000 (the "First Announcement"), 27 November 2003 and 2 December 2003 respectively in relation to, among other things, the acquisition of Fortune Luck Development Ltd. and the proposed issue to Art-Tech Enterprises Ltd. ("BVI1", a company wholly-owned by Mr. Kin Lok Chiu, an independent third party and not a connected person (as defined in the Listing Rules) of the Company) of one non-interest bearing, redeemable and transferable convertible note due on 5 January 2004 (the "Convertible Note") with a principal amount of HK$32.7 million (at the conversion price of HK$0.55, subject to adjustment, per Share). Terms used in this announcement shall, unless defined otherwise herein, have the same meanings as those adopted in the First Announcement.

On 5 January 2001, the Company issued the Convertible Note to BVI1 as part of the consideration payable to Mr. Kin Lok Chiu under the agreement dated 8 November 2000 for the sale and purchase of the entire issued share capital of Fortune Luck Development Ltd. entered into between the Company as the purchaser and Mr. Kin Lok Chiu and Tak Fung Holdings Limited as the vendors.

On 24 December 2003, 59,454,545 new Shares were issued to BVI1 upon its exercise, in full, of all the conversion rights under the Convertible Note at the conversion price of HK$0.55 (no adjustment made) per Share. Immediately after the issue, the shareholding of Mr. Kin Lok Chiu, for himself and via BVI1, in the Company increases from 0.01% to 12.98%.

By Order of the Board
Jackin International Holdings Limited
Ho Yin King Helena
Chairman

Hong Kong, 29 December 2003

Please also refer to the published version of this announcement in China Daily.