

VOLUNTARY CONDITIONAL CASH OFFER

by



(Incorporated in the Republic of Singapore)
(Company Registration Number: 200105040N)
www.stirlingcoleman.com

for and on behalf of

ALL LEGEND INVESTMENTS LIMITED

(Incorporated in Hong Kong)
(Company Number: 1372833)

to acquire all the issued and paid-up ordinary shares in the capital of

CHINA VIDEO SURVEILLANCE LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 200402490W)

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| (1) | LEVEL OF ACCEPTANCES : APPROXIMATELY 97.22% RECEIVED AS AT 5.00 P.M. ON 26 MARCH 2010 |
| (2) | COMPULSORY ACQUISITION OF REMAINING SHARES |
| (3) | FINAL CLOSING DATE : 5.30 P.M. ON 5 APRIL 2010 |

1. INTRODUCTION

Stirling Coleman Capital Limited (“**Stirling Coleman**”) refers to the offer document dated 22 February 2010 (“**Offer Document**”) despatched by Stirling Coleman for and on behalf of All Legend Investments Limited (“**Offeror**”), in connection with the voluntary conditional cash offer (“**Offer**”) for all the issued and paid-up ordinary shares (“**Shares**”) in the capital of China Video Surveillance Limited (“**Company**”) held by all shareholders of the Company (“**Shareholders**”).

Unless otherwise defined herein, capitalised terms used in this Announcement shall have the same meanings as defined in the Offer Document.

2. LEVEL OF ACCEPTANCES

In accordance with Rule 28.1 of the Code, Stirling Coleman wishes to announce, for and on behalf of the Offeror, that:

- (a) **Acceptances of the Offer.** As at 5.00 p.m. on 26 March 2010, the Offeror has received valid acceptances amounting to 59,309,980 Shares, representing approximately 97.22% of the total number of issued Shares¹, and this includes acceptances received from Shareholders who are subject to the Irrevocable Undertakings, amounting in aggregate to 45,058,480 Shares, representing approximately 73.86% of the total number of issued Shares.

¹ As at 11 February 2010, being the Latest Practicable Date, the Company has an aggregate of 61,002,000 Shares in issue.

- (b) **Shares held before the Announcement Date.** Prior to the Announcement Date, the Offeror and parties acting in concert with it owned, controlled or had agreed to acquire an aggregate of 39,601,480 Shares², representing approximately 64.92% of the total number of issued Shares.
- (c) **Shares acquired or agreed to be acquired after the Announcement Date and up to 5.00 p.m. on 26 March 2010 (other than pursuant to valid acceptances of the Offer).** Between the Announcement Date and 5.00 p.m. on 26 March 2010, the Offeror and parties acting in concert with it have not acquired or agreed to acquire any Shares (other than pursuant to valid acceptances of the Offer).

Accordingly, as at 5.00 p.m. on 26 March 2010, the total number of Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it amount to an aggregate of 59,309,980 Shares³, representing approximately 97.22% of the total issued Shares of the Company.

3. COMPULSORY ACQUISITION PROCEDURE

- (a) **Compulsory Acquisition.** As the Offeror has received valid acceptances pursuant to the Offer in respect of not less than 90% of the total number of issued Shares, excluding any Shares held in treasury (other than those already held by the Offeror, its related corporations or their respective nominees as at the date of the Offer), the Offeror is entitled to exercise, and is now exercising, its right of compulsory acquisition under section 215(1) of the Companies Act, Chapter 50 of Singapore ("**Companies Act**"), to acquire the Shares of Shareholders who have not accepted the Offer prior to the final Closing Date ("**Dissenting Shareholders**") at a consideration of S\$0.265 in cash for each Share.
- (b) **Notice.** The Offeror has today given notice in the prescribed form 57 ("**Form 57**") and form 58 pursuant to sections 215(1) and 215(3) of the Companies Act respectively, together with a cover letter ("**Letter**"), to the Dissenting Shareholders. The Offeror will proceed to acquire the Shares of such Dissenting Shareholders at a consideration of S\$0.265 in cash for each Share.
- (c) **Transfer Date.** The Offeror intends to exercise its right to acquire all the Shares held by the Dissenting Shareholders on 29 April 2010 ("**Transfer Date**"), subject to and in accordance with the provisions of section 215(1) of the Companies Act and the terms set out in the Form 57.
- (d) **Payment.** Upon the exercise of the Offeror's right of compulsory acquisition on the Transfer Date, the Offeror shall pay to the Company an amount equal to S\$0.265 in cash for each Share that it is acquiring from the Dissenting Shareholders. The consideration will be credited by the Company into a separate bank account and held on trust for the Dissenting Shareholders. Upon payment of the consideration to the Company, the Company will register the Offeror as the holder of the Shares of such Dissenting Shareholders. Subject to and in accordance with the provisions of section 215 of the Companies Act and the terms set out in Form 57, as soon as practicable after the Transfer Date, the Company will arrange for the consideration to be remitted to Dissenting Shareholders as set out in the Letter.

4. FINAL CLOSING DATE

² These Shares were part of the Shares subject to the Irrevocable Undertakings mentioned in (a) above.

³ This includes the Shares subject to the Irrevocable Undertakings mentioned in (a) above.

The Offer will close at **5.30 p.m. on 5 April 2010** (“**Final Closing Date**”). Shareholders who have not yet tendered their Shares in acceptance of the Offer and wish to accept the Offer may still do so by following the procedures for acceptance of the Offer set out in the Offer Document and the relevant acceptance forms, by 5.30 p.m. on the Final Closing Date. Acceptances received after 5.30 p.m. on the Final Closing Date will be rejected.

5. RESPONSIBILITY STATEMENT

The sole Director of the Offeror and Mr Ye Chen (who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading, and the sole Director of the Offeror and Mr Ye Chen jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the sole Director of the Offeror and Mr Ye Chen has been to ensure through reasonable enquiries that such information has been accurately extracted from such sources or, as the case may be, accurately reproduced in this Announcement.

Issued by

Stirling Coleman Capital Limited

For and on behalf of

ALL LEGEND INVESTMENTS LIMITED

29 March 2010

Any enquiries relating to this Announcement or the Offer should be directed during office hours to:

Stirling Coleman Capital Limited

Ms Lui Yen Li

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