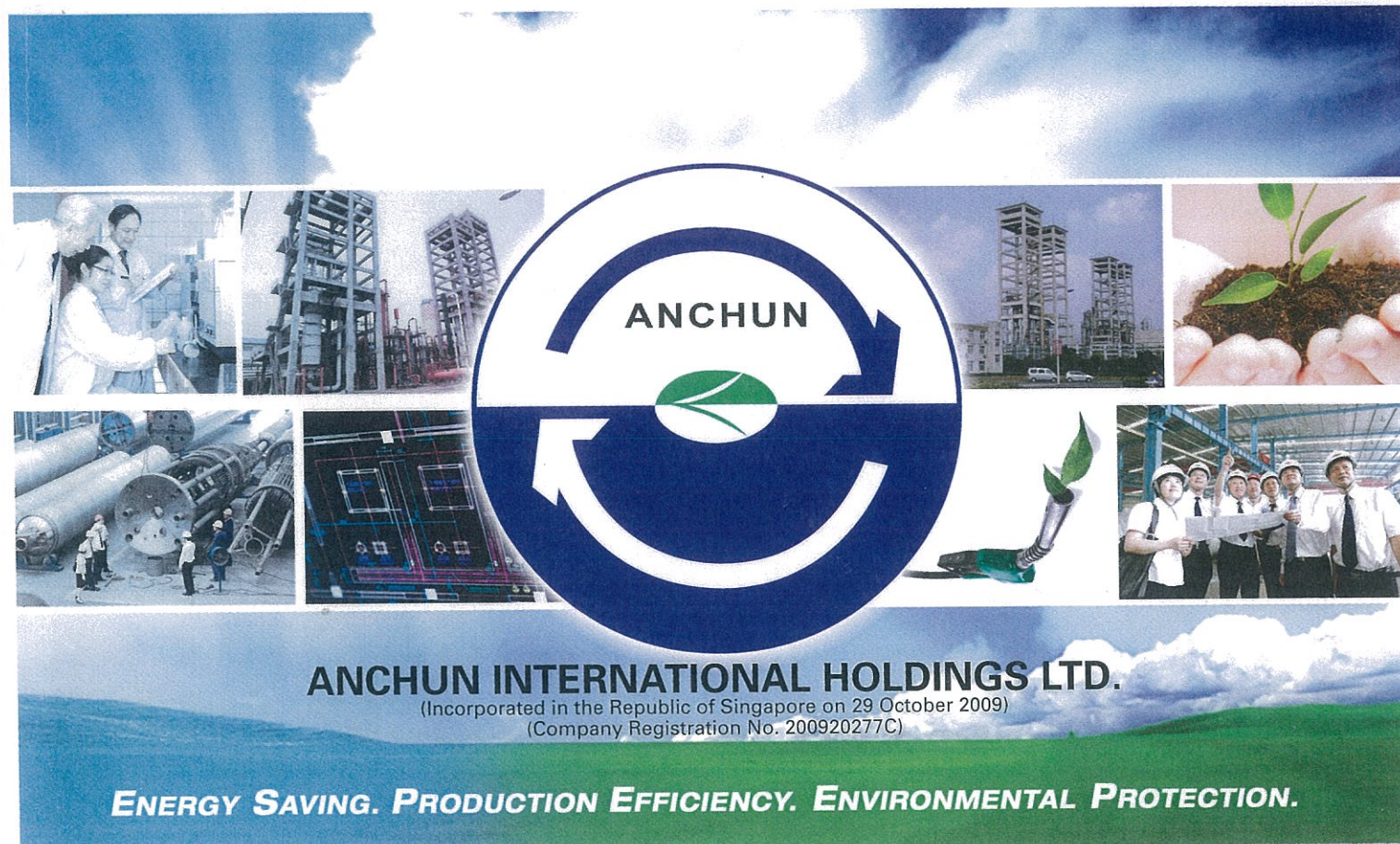


PROSPECTUS DATED 13 OCTOBER 2010

(REGISTERED BY THE MONETARY AUTHORITY OF SINGAPORE ON 13 OCTOBER 2010)



ANCHUN INTERNATIONAL HOLDINGS LTD.

(Incorporated in the Republic of Singapore on 29 October 2009)
(Company Registration No. 200920277C)

ENERGY SAVING. PRODUCTION EFFICIENCY. ENVIRONMENTAL PROTECTION.

IMPORTANT NOTE

This document is important. If you are in any doubt as to the action you should take, you should consult your legal, financial, tax, or other professional adviser.

We have made an application to the Singapore Exchange Securities Trading Limited (the "SGX-ST") for permission to deal in and for quotation of all the ordinary shares (the "Shares") in the capital of Anchun International Holdings Ltd. (the "Company") already issued (including the Vendor Shares as defined herein) and the new Shares (the "New Shares") which are the subject of this Invitation (as defined herein). Such permission will be granted when our Company has been admitted to the Official List of the SGX-ST.

Acceptance of applications of the Invitation Shares (as defined herein) will be conditional upon the SGX-ST granting permission to deal in and for quotation of all of the existing issued Shares (including the Vendor Shares) and the New Shares. Monies paid in respect of any application accepted will, in the event such permission is not granted, be returned to you at your own risk without interest or any share of revenue or other benefit arising therefrom, and you will not have any claim against our Company, the Vendors, the Manager, or the Underwriter and Placement Agent. Quotation of and dealing in the Shares will be in Singapore dollars.

The SGX-ST assumes no responsibility for the correctness of any of the statements made, reports contained or opinions expressed in this Prospectus. Admission to the Official List of the SGX-ST is not to be taken as an indication of the merits of the Invitation, our Company, our Subsidiary, the existing issued Shares (including the Vendor Shares) and the New Shares.

A copy of this Prospectus has been lodged with and registered by the Monetary Authority of Singapore (the "Authority"). The Authority assumes no responsibility for the contents

of this Prospectus. Registration of this Prospectus with the Authority does not imply that the Securities and Futures Act of Singapore, or any other legal or regulatory requirements, have been complied with. The Authority has not, in any way, considered the merits of the Shares (including the Vendor Shares) and the New Shares, as the case may be, being offered for investment.

Investing in the Shares involves risks which are described in the section entitled "Risk Factors" of this Prospectus.

No Share shall be allotted or allocated on the basis of this Prospectus later than six (6) months after the date of registration of this Prospectus by the Authority.

Invitation in respect of 130,000,000 Invitation Shares of S\$0.28 each comprising 105,000,000 New Shares and 25,000,000 Vendor Shares as follows:-

- (a) **2,000,000 Offer Shares at S\$0.28 for each Offer Share by way of public offer; and**
- (b) **128,000,000 Placement Shares at S\$0.28 for each Placement Share by way of placement; payable in full on application.**

Manager, Underwriter and Placement Agent

 **KIM ENG**

KIM ENG CORPORATE FINANCE PTE. LTD.