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ARTINI

ARTINI CHINA CO. LTD.

雅天妮中國有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 789)

1. COMPLETION OF SHARE TRANSFER
2. APPOINTMENT OF CHAIRMAN AND EXECUTIVE DIRECTOR
3. RESIGNATION OF DIRECTOR AND APPOINTMENT OF HONORARY CHAIRMAN

The Board wishes to announce that:-

- it has been informed that the Transfer was effected on 10 December 2012 and Mr. Tse Chiu Kwan together with his brother, Mr. Tse Hoi Chau, hold approximately 44.46% of Artini Shares;
- Mr. Tse Hoi Chau has been appointed as the Chairman, an executive director and a member of the remuneration committee and the nomination committee of the Company;
- Mr. Tse Chiu Kwan has resigned as non-executive director and been re-designated as Honorary Chairman. He has also resigned from his position as a member of the remuneration committee and the nomination committee of the Company; and
- Ms. Yip Ying Kam remains as vice-chairman, chief executive, chief operational officer and executive director of the Company.

Reference is made to the announcement of Artini China Co. Ltd. (the “Company”) dated 4 December 2012 (the “Announcement”). Unless otherwise defined herein, terms used herein shall have the same meanings as those defined in the Announcement.

I. COMPLETION OF SHARE TRANSFER

The board of directors of the Company (the “Board”) wishes to announce that it has been informed that the Transfer was effected on 10 December 2012 and Mr. Tse Chiu Kwan (“Mr. TCK”) together with his brother, Mr. Tse Hoi Chau (“Mr. THC”), hold approximately 44.46% of Artini Shares. As at the date of this announcement, the shareholding interests of Mr. TCK, Ms. Yip Ying Kam (“Ms. Yip”) and Mr. THC are as follows:-

Number and Percentage of shares in the Company (including personal and corporate interests)

Mr. TCK 183,811,100 shares (approximately 14.86%) (*Note*)

Mr. THC 366,234,894 shares (approximately 29.60%)

Ms. Yip 185,586,006 shares (approximately 15%)

Ms. Yip also has options over 12,000,000 shares granted pursuant to the Company’s share option scheme

Note: Further to the Company’s announcement on 4 December 2012, Mr. TCK has sold 1,765,000 shares in the market.

II. MANAGEMENT UPDATE

The Board further announces that with effect from 10 December 2012:

- Mr. THC has been appointed as the Chairman, an executive director and a member of the remuneration committee and the nomination committee of the Company;
- Mr. TCK has resigned as non-executive director and been re-designated as Honorary Chairman. He has also resigned from his position as a member of the remuneration committee and the nomination committee of the Company and all subsidiaries of the Company in which he is a director. Mr. TCK has resigned in order to recuperate. In recognition of his contributions as co-founder of the Company, he has been appointed as Honorary Chairman of the Company. Mr. TCK will be entitled to a monthly fee of HK\$80,000 (on a 12-month basis and, in aggregate, HK\$960,000 per year). However, Mr. TCK is not a director or an officer of the Company. Mr. TCK has confirmed that he does not have any disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders of the Company in relation to his resignation; and
- Ms. Yip Ying Kam remains as vice-chairman, chief executive, chief operational officer and executive director of the Company.

Chairman — Mr. Tse Hoi Chau

The following information is provided pursuant to rule 13.51(2) of the Listing Rules.

Mr. THC, aged 46, possesses more than 20 years’ experience in the fashion ornament and jewelry wholesale industry. He also has experience in property investment, mineral exploration and mineral trade and sales. Mr. THC is the founder and director of Viennois Group Co., Ltd, a company based in Guangzhou, China. He is currently the executive

chairman of the China Jewelry Association Fashion Ornament Chapter, a member of the Standing Committee of the People's Political Consultative Conference of Shanwei City, Guangdong Province, a committee member of the People's Political Consultative Conference of Liwan District, Guangzhou City, Guangdong Province, the deputy-chairman of the Gems & Jewelry Trade Association of China, the deputy-chairman of the Confederation of Chinese Commerce and Industry Gift-industry Chamber of Commerce, and the deputy-chairman of the Guangdong Chamber of Private Enterprise. Save as disclosed above, Mr. THC has not previously held any position with the Company or any of its subsidiaries, and has not been a director in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. Mr. THC is the brother of Mr. TCK. Mr. THC is the sole director of Walifax Investments Limited which, as at 10 December 2012, was interested in 358,822,894 shares of the Company, representing approximately 29% of the issued share capital of the Company. Mr. THC had also a personal interest in 7,412,000 shares of the Company, representing approximately 0.60% of the issued share capital of the Company. Save as disclosed above, Mr. THC does not have any relationship with any Director, senior management or substantial or controlling shareholder of the Company as defined under the Listing Rules, and he does not have any other interests in the shares or underlying shares within the meaning of Part XV of the SFO.

In connection with the appointment as the chairman, an executive director, and a member of the remuneration committee and the nomination committee of the Company, Mr. THC and the Company will enter into a service agreement commencing from 10 December 2012 to 28 June 2015 and which may be terminated after the first year of appointment by either party giving to the other not less than 3 months' prior notice in writing. Mr. THC will be entitled to a monthly salary of HK\$450,000 (on a 13-month basis and, in aggregate, HK\$5,850,000 per year) and a monthly housing allowance of HK\$45,000 which were determined by reference to the prevailing market rate and his experience. He will also be entitled to a discretionary bonus for each financial year to be determined by the Board.

Save as disclosed above, Mr. THC has confirmed that he is not aware of any matters that need to be brought to the attention of the shareholders of the Company in respect of his appointment and there is no information that is required to be disclosed pursuant Rule 13.51(2) of the Listing Rules in respect of Mr. THC.

The Board would like to take this opportunity to extend its warmest welcome to Mr. THC on his appointment as the chairman, an executive director, and a member of the remuneration committee and the nomination committee of the Company.

By order of the Board
Artini China Co. Ltd.
Yip Ying Kam
Executive Director

Hong Kong, 10 December 2012

As at the date of this announcement, the executive directors of the Company are Mr. Tse Hoi Chau (Chairman) and Ms. Yip Ying Kam (Vice-chairman); and the independent non-executive directors of the Company are Mr. Lau Fai Lawrence, Mr. Lau Yiu Kit and Mr. Chan Shu Hung, Joseph.