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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)**

## **TRANSFER OF SHARES BETWEEN SUBSTANTIAL SHAREHOLDERS**

### **RESIGNATION OF HONORARY CHAIRMAN**

Reference is made to the announcement of Artini China Co. Ltd. (the “Company”) dated 6 September 2013 and the possible transfer of shares in the Company between Mr. Tse Chiu Kwan (Honorary Chairman of the Company) and Mr. Tse Hoi Chau (Chairman, Chief Executive and Executive Director of the Company, and the brother of Mr. Tse Chiu Kwan).

#### **Transfer of Shares between Substantial Shareholders**

The Company has been informed that on 16 October 2013, Mr. Tse Chiu Kwan and Fully Gain Company Ltd. (a company wholly and beneficially owned by Mr. Tse Chiu Kwan), as sellers, and Walifax Investments Limited (a company wholly and beneficially owned by Mr. Tse Hoi Chau), as purchaser, entered into a sale and purchase agreement (“SPA”) pursuant to which Mr. Tse Chiu Kwan and Fully Gain Company Ltd have agreed to sell, and Walifax Investments Limited has agreed to purchase, 183,811,100 shares of HK\$0.10 each in the Company for a total consideration of HK\$48,023,720.40, payable in instalments. Completion of the transfer of shares under the SPA took place on the same day, ie 16 October 2013.

Following completion of the SPA, Mr. Tse Chiu Kwan ceases to be a shareholder of the Company and Mr. Tse Hoi Chau’s shareholding interests in the Company increases from approximately 29.59% to approximately 44.45%. The Securities and Futures Commission of Hong Kong has confirmed that no mandatory general offer obligation is triggered under the Hong Kong Code on Takeovers and Mergers.

#### **Resignation of Honorary Chairman**

Under the SPA, Mr. Tse Chiu Kwan will resign, and has done so, from the position of Honorary Chairman of the Company with effect from 16 October 2013. Mr. Tse Chiu Kwan has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its most sincere gratitude to Mr. Tse Chiu Kwan for his invaluable contribution to the Company.

By order of the Board  
**Artini China Co. Ltd.**  
**Tse Hoi Chau**  
*Chairman*

Hong Kong, 16 October 2013

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