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**Artini Holdings Limited**

**雅天妮集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 789)**

**(1) POLL RESULTS OF SPECIAL GENERAL MEETING  
HELD ON 9 SEPTEMBER 2020;  
(2) SHARE CONSOLIDATION;  
AND  
(3) ADJUSTMENTS TO THE SHARE OPTIONS**

The Board is pleased to announce that the Resolution at the SGM held on Wednesday, 9 September 2020 was duly passed by the Shareholders by way of poll.

As all the conditions precedent of the Share Consolidation have been fulfilled and the Share Consolidation will become effective on Friday, 11 September 2020. Dealings in the Consolidated Shares will commence at 9:00 a.m. (Hong Kong time) on Friday, 11 September 2020.

Upon the Share Consolidation becoming effective, adjustments will be made in relation to the exercise price and the number of the Consolidated Shares falling to be issued upon exercise of the outstanding Share Options in accordance with the terms of the Share Option Schemes. Details of the adjustments are set out in this announcement.

Reference is made to the notice of special general meeting (the “**SGM Notice**”) and the circular (the “**Circular**”) of Artini Holdings Limited (the “**Company**”) both dated 24 August 2020 in relation to, among other things, the Share Consolidation. Unless otherwise defined, capitalised terms herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE SGM**

The Board is pleased to announce that the ordinary resolution (the “**Resolution**”) as set out in the SGM Notice was duly passed by the Shareholders by way of poll at the SGM on Wednesday, 9 September 2020.

As at the date of the SGM, the total number of issued Existing Shares was 5,519,840,644, which was the total number of Existing Shares entitling the Shareholders thereof to attend and vote on the Resolution. No Shareholder was entitled to attend the SGM but was required to abstain from voting in favour of the Resolution pursuant to Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting on the Resolution at the SGM. None of the Shareholders had indicated in the Circular their intention to vote against or abstain from voting on the Resolution at the SGM.

Union Registrars Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

Details of the poll results in respect of the Resolution put to vote at the SGM were as follows:

<b>ORDINARY RESOLUTION</b> <i>(Note)</i>	<b>Number of votes cast (Approximate percentage (%))</b>	
	<b>FOR</b>	<b>AGAINST</b>
To approve the Share Consolidation and to authorise the Directors to do all such acts, deeds and things and to effect all necessary actions as they may consider necessary or desirable in connection with the implementation of the Share Consolidation and to aggregate all fractional Consolidated Shares and sell them for the benefits of the Company.	3,540,093,988 (100.0000%)	0 (0.0000%)

*Note:* Please refer to the SGM Notice for full text of the Resolution.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution at the SGM.

## **SHARE CONSOLIDATION**

The Board is also pleased to announce that approval has been granted by the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Consolidated Shares. As all the conditions precedent of the Share Consolidation have been fulfilled, the Share Consolidation will become effective on Friday, 11 September 2020. Dealings in the Consolidated Shares on the Stock Exchange will commence at 9:00 a.m. (Hong Kong time) on Friday, 11 September 2020.

Please refer to the Circular for the details, including the trading arrangement and the exchange of share certificates and matching services for odd lots in connection with the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, the colour of the share certificates of the Company will be changed from purple to orange.

## ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS

Pursuant to the terms of the Share Option Schemes, adjustments are required to be made to the exercise price of and the number of Consolidated Shares entitled to be allotted and issued upon full exercise of subscription rights attaching to the outstanding Share Options as a result of the Share Consolidation becoming effective (the “Adjustments”). Details of the Adjustments are set out below:

Date of grant	Exercise period of Share Options	Immediately before the Adjustments		Immediately after the Adjustments	
		Number of Existing Shares to be issued upon full exercise of the Share Options	Exercise price per Existing Share (HK\$)	Adjusted number of Consolidated Shares to be issued upon full exercise of the Share Options	Adjusted exercise price per Consolidated Share (HK\$)
27 November 2015	27 November 2015 to 26 November 2020	224,200,000	0.1488	44,840,000	0.744
15 July 2020	15 July 2020 to 14 July 2023	551,000,000	0.0394	110,200,000	0.197
<b>Total</b>		<b><u>775,200,000</u></b>		<b><u>155,040,000</u></b>	

Save for the above Adjustments, all the other terms and conditions of the Share Options remain unchanged.

The auditor of the Company, BDO Limited, had performed certain factual finding procedures on the Adjustments and the outstanding Share Options in accordance with Hong Kong Standard on Related Services 4400 “Engagements to Perform Agreed-Upon Procedures Regarding Financial Information” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). BDO Limited had issued a report of factual findings to the Board stating that the computation of each of the Adjustments is arithmetically accurate and that the Adjustments are made in compliance with the requirements set out in Rule 17.03(13) of the Listing Rules. The work performed by BDO Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no assurance has been expressed by BDO Limited in this respect.

By order of the Board  
**Artini Holdings Limited**  
**Tse Hoi Chau**  
*Chairman*

Hong Kong, 9 September 2020

*As at the date of this announcement, the executive directors of the Company are Mr. Tse Hoi Chau (Chairman), Ms. Yu Zhonglian and Mr. Tse Kin Lung; and the independent non-executive directors of the Company are Mr. Lau Fai Lawrence, Mr. Lau Yiu Kit and Mr. Ma Sai Yam.*