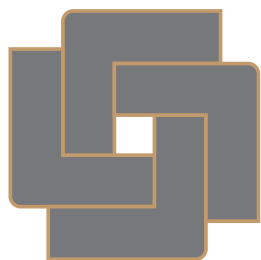


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林達控股有限公司  
LAMTEX HOLDINGS LTD.

STOCK CODE 股份代號1041

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1041)**

## **SUPPLEMENTAL AGREEMENTS REGARDING ISSUE OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE**

Reference is made to the announcement dated 2 September 2018 (the “**Announcement**”) of Lamtex Holdings Limited (the “**Company**”) in relation to the issue of the Convertible Bonds in the aggregate principal amount of HK\$648 million under Specific Mandate. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement, unless otherwise defined in this announcement.

### **THE SUPPLEMENTAL AGREEMENTS**

The Company announces that on 31 December 2018, the Company and each of the Subscribers entered into a supplemental agreement (together, the “**Supplemental Agreements**”), pursuant to which the parties agreed to amend the Subscription Agreements as regards certain conditions precedent of the Subscription Agreements and the latest date (the “**Long Stop Date**”) for fulfilment of the conditions precedent of the Subscription Agreements.

As mentioned in the Company’s announcements dated 18 November 2018 and 13 December 2018, One Belt One Road Limited, which is wholly-owned by Mr. Tse Ping (the sole shareholder of Subscriber I), has acquired 482,982,456 Shares. Mr. Tse Ping has also been appointed as executive Director and the Chairman of the Board with effect from 21 December 2018.

## **Extension of the Long Stop Date**

As at 31 December 2018, the conditions precedent of the Subscription Agreements have not been fulfilled. The Company and the Subscribers entered into the Supplemental Agreements respectively on 31 December 2018 pursuant to which, among others, the parties agreed to extend the Long Stop Date from 31 December 2018 to 31 March 2019, or such later date as the Company and the Subscribers may agree respectively.

## **Amended conditions precedent**

Completions of the Subscription Agreements are conditional upon the fulfilment of the following conditions as amended:

- (i) the independent Shareholders approving the Subscription Agreements and the transactions contemplated thereunder (including issue of the Convertible Bonds and the Specific Mandate to issue and allot the Conversion Shares) at a special general meeting of the Company;
- (ii) the Listing Committee of the Stock Exchange granting the listing of and permission to deal in, the Conversion Shares;
- (iii) the Company having obtained all other necessary consents and approvals required to be obtained on the part of the Company in respect of the issue of the Convertible Bonds pursuant to the Subscription Agreements; and
- (iv) in respect of each Subscription Agreement, the other Subscription Agreements' conditions precedent (except for this cross-referencing condition) having been fulfilled.

If the above conditions are not fulfilled or waived (only condition (iv) may be waived by the Company) on or before 31 March 2019 (or such other date as the Subscribers and the Company may respectively agree), the Subscription Agreements shall lapse and become null and void and both the Company and the Subscribers will be released from all obligations under the Subscription Agreements (save for liabilities for any antecedent breaches thereof).

Save as the aforesaid, all other terms of the Subscription Agreements remain unchanged.

By Order of the Board  
**Lamtex Holdings Limited**  
**Wu Xiaolin**  
*Executive Director*

Hong Kong, 31 December 2018

*As at the date of this announcement, the Board comprises three Executive Directors, namely, Mr. Tse Ping (Chairman), Mr. Xiao Linjun and Mr. Wu Xiaolin; two Non-Executive Directors, namely Ms. Zang Yanxia and Mr. Liu Zhanqing; and three Independent Non-Executive Directors, namely Mr. Zeng Zhaolin, Dr. Loke Yu (alias Loke Hoi Lam) and Mr. Tse Long.*