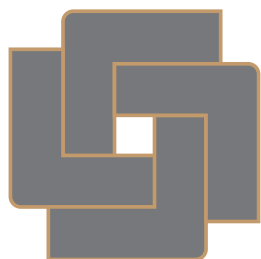


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林達控股有限公司
LAMTEX HOLDINGS LTD.

STOCK CODE 股份代號1041

(Incorporated in Bermuda with limited liability)

(Stock Code: 1041)

CONTINUING CONNECTED TRANSACTION TENANCY AGREEMENT

On 29 March 2019, New Winning (an indirect wholly-owned subsidiary of the Company), as tenant, entered into the Tenancy Agreement with Wealth Billion (as landlord) in respect of the Twenty Eight Floor Premises for a term commencing from 1 April 2019 and expiring on 31 December 2021.

Wealth Billion is owned as to 70% and 30% by Mr. Tse Ping, an executive director of the Company, and Ms. Zang Yanxia, a non-executive director of the Company, respectively as at the date of this announcement, and is hence a connected person of the Company. As such, the entering into of the Tenancy Agreement constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the aggregate annual cap under the Tenancy Agreement are more than 0.1% but less than 5%, the entering into of the Tenancy Agreement will be subject to the reporting and announcement and annual review requirements but will be exempt from circular (including independent financial advice) and independent shareholders' approval requirements under Chapter 14A.76(2) of the Listing Rules.

On 29 March 2019, New Winning (an indirect wholly-owned subsidiary of the Company), as tenant, entered into the Tenancy Agreement with Wealth Billion (as landlord) in respect of the Twenty Eight Floor Premises for a term commencing from 1 April 2019 and expiring on 31 December 2021.

Set out below are the principal terms of the Tenancy Agreement.

TWENTY EIGHTH FLOOR TENANCY AGREEMENT

Date

29 March 2019

Parties involved

- (1) Wealth Billion (as landlord); and
- (2) New Winning (as tenant)

Premises

The Twenty Eight Floor Premises is located at Units 1, 2 & 3 on 28th Floor of One Harbour Square, No. 181 Hoi Bun Road, Kowloon, Hong Kong, the gross floor area of which is approximately 18,000 square feet for office purposes.

Term

For a term commencing from 1 April 2019 and expiring on 31 December 2021 (both days inclusive) with an option to renew for a further term of three years.

Rental and Payment terms

HK\$500,000 per month (exclusive of management fees, government rates and government rent) with a rent-free period of two months commencing from 1 April 2019 to 31 May 2019.

The terms of the Tenancy Agreement were arrived after arm's length negotiations between the parties to the Tenancy Agreement and determined with reference to, amongst other things, the current market rent payable for a similar properties in the vicinity. The Group will pay the amounts payable under the Tenancy Agreements out of its internal financial resources.

ANNUAL CAPS

The aggregated annual caps for the Tenancy Agreements for each of the financial years ending 31 December 2019, 2020 and 2021 are as follows:

	Annual cap amount for the year ending 31 December 2019 (HK\$)	Annual cap amount for the year ending 31 December 2020 (HK\$)	Annual cap amount for the year ending 31 December 2021 (HK\$)
Annual Caps	3,500,000	6,000,000	6,000,000

The annual caps were determined based on the aggregate fixed monthly rental payable under the Tenancy Agreements taking into account the rent-free periods and the rent of nearby premises with similar gross floor areas upon inquiry with property agents.

INFORMATION OF THE PARTIES TO THE TENANCY AGREEMENTS

The Group is principally engaged in securities trading and investment, securities brokerage and provision of securities margin finance, property investment, loan financing services and trading of construction materials.

Wealth Billion is owned as to 70% and 30% by Mr. Tse Ping, an executive director of the Company, and Ms. Zang Yanxia, a non-executive director of the Company, respectively and is hence a connected person of the Company. Wealth Billion is a company incorporated in Hong Kong with limited liability and is an investment holding company.

REASONS FOR AND BENEFITS OF ENTERING INTO OF THE TENANCY AGREEMENTS

The entering into of the Tenancy Agreement will enable the Group to lease a prime location in one of the commercial districts in Hong Kong with convenient access to different districts. Moreover, the amounts payable under the Tenancy Agreement are relatively lower than those in other commercial districts in Hong Kong which will enable the Group to lower its costs.

The Directors (including the independent non-executive Directors) are of the view that the (i) Tenancy Agreement has been entered into in the ordinary and usual course of business of the Group and the terms of the Tenancy Agreement are on normal commercial terms that are fair and reasonable; and (ii) the terms and conditions therein as well as the annual caps for the Tenancy Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

Mr. Tse Ping (an executive Director) and Ms. Zang Yanxia (a non-executive director), who are the beneficial owners of Wealth Billion, are considered to be interested in the Tenancy Agreement and have accordingly abstained from voting on the board resolution approving the Tenancy Agreements.

LISTING RULES IMPLICATION

As at the date of this announcement, Wealth Billion is owned as to 70% and 30% by Mr. Tse Ping, an executive director of the Company, and Ms. Zang Yanxia, a non-executive director of the Company, respectively. As such, Wealth Billion is an associate of Mr. Tse Ping and Ms. Zang Yanxia and is hence a connected person of the Company.

As one or more of the applicable percentage ratios in respect of the aggregate annual cap under the Tenancy Agreement are more than 0.1% but less than 5%, the entering into of the Tenancy Agreement will be subject to the reporting and announcement and annual review requirements but will be exempt from circular (including independent financial advice) and independent shareholders' approval requirements under Chapter 14A.76(2) of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	board of Directors;
“Company”	Lamtex Holdings Limited, a company incorporated in Bermuda with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1041);
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules and the word “connected” shall be construed accordingly;
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;
“Hong Kong”	The Hong Kong Special Administrative Region of the People’s Republic of China;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“New Winning”	New Winning Finance Company Limited (新滙銀財務有限公司), a company incorporated in Hong Kong with limited liability and is an indirect wholly-owned subsidiary of the Company;

“Share(s)”	ordinary share(s) of US\$0.005 each in the share capital of the Company;
“Shareholder(s)”	holder(s) of Shares;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Tenancy Agreement”	the tenancy agreement entered into between New Winning and Wealth Billion in respect of the Twenty Eight Floor Premises;
“Twenty Eight Floor Premises”	Units 1, 2 & 3, 28th Floor, One Harbour Square, No. 181 Hoi Bun Road, Kowloon, Hong Kong with a gross floor area of approximately 18,000 square feet;
“Wealth Billion”	Wealth Billion Industrial Limited (億康實業有限公司), a company incorporated in Hong Kong with limited liability and is owned as to 70% and 30% by Mr. Tse Ping, an executive director of the Company, and Ms. Zang Yanxia, a non-executive director of the Company and is hence a connected person of the Company; and
“%”	per cent.

By order of the Board
Lamtex Holdings Limited
Wu Xiaolin
Executive Director

Hong Kong, 29 March 2019

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.