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Fairson Holdings Limited

鈺皓控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8132)

COMPLETION OF DISCLOSEABLE TRANSACTION INVOLVING ISSUE OF NEW SHARES UNDER GENERAL MANDATE AND ISSUE OF PROMISSORY NOTE

Reference is made to the announcements of Fairson Holdings Limited (the “**Company**”) dated 15 August 2013, 25 October 2013 and 21 November 2013 (the “**Announcements**”) in relation to the acquisition of the entire issued share capital of 3 Dynamics (Asia) Limited. Terms used herein shall have the same meanings as those defined in the Announcements unless the context otherwise requires.

The Board is pleased to announce that as the relevant conditions precedent of the Sale and Purchase Agreement have been fulfilled, Completion has taken place on 11 December 2013. Upon Completion, 55,000,000 Consideration Shares at the issue price of HK\$1.50 per Consideration Share and the Promissory Note in the principal amount of HK\$47,500,000 have been issued to the Vendor, and the cash consideration as to HK\$40,000,000 have also been paid to the Vendor as payment of the Consideration for the Acquisition pursuant to the Sale and Purchase Agreement.

Following the completion of the Acquisition, the Target Company has become an indirect wholly-owned subsidiary of the Company.

By order of the Board
Fairson Holdings Limited
Yeung Tin Hung
Chairman

Hong Kong, 18 December 2013

As at the date of this announcement, the executive Directors are Mr. Yeung Tin Hung, Mr. Yeung Shing Wai and Mr. Ho Chun Kit Gregory; the non-executive Director is Mr. Wong Chi Yung and the independent non-executive Directors are Ms. Eugenia Yang, Mr. Chan Lung Ming, Mr. Ng Ka Chung and Mr. Lau Sung Tat, Vincent.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the websites of the Company at <http://www.sunfairw.com.hk> and <http://www.irasia.com/listco/hk/fairson>.