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MATRIX

MATRIX HOLDINGS LIMITED

美力時集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1005)

**ANNOUNCEMENT PURSUANT TO RULE 13.18
OF THE LISTING RULES**

This announcement is made in compliance with the disclosure obligation under Rule 13.18 of the Listing Rules.

This announcement is made by the Board of Directors (“the Board”) of Matrix Holdings Limited (the “Company”) in compliance with the disclosure obligation under Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The Board announces that the facility letters have been provided by the bank in Hong Kong regarding the banking facilities including but not limited to overdraft, letter of credit, trust receipt, account payable financing, negotiation under documentary credit with discrepancies (with recourse) and non-bank letter of credit negotiation in an aggregated amount shall not exceed HK\$45,000,000 (the “new facilities”. Such facilities are subject to annual review) to the two indirect wholly-owned subsidiaries of the Company on 31st January, 2012. The terms and conditions of the facility letters for the new facilities include, inter alia, a condition to the effect that Mr. Cheng Yung Pun (a controlling shareholder of the Company) should maintain not less than 51% of shareholding (whether directly or indirectly) of the Company. A breach of the above condition will constitute an event of default under the new facilities. The new facilities will become immediately due and repayable to the bank if such an event of default occurs.

The Company intends to use the new facilities to finance the general trading operation of the Company and its subsidiaries.

In accordance with the requirements under Rule 13.21 of the Listing Rules, disclosure will be included in subsequent interim and annual reports of the Company for so long as circumstances giving rise to the relevant obligation continues to exist.

By order of the Board
Cheng Yung Pun
Chairman

Hong Kong, 31st January, 2012

As at the date of this announcement, the Board comprises Mr. Cheng Yung Pun, Mr. Arnold Edward Rubin, Mr. Yu Sui Chuen, Ms. Cheng Wing See, Nathalie, Mr. Cheung Kwok Sing, Mr. Leung Hong Tai, Mr. Tsang Chung Wa and Mr. Tse Kam Wah as executive Directors; Dr. Loke Yu alias Loke Hoi Lam, Mr. Mak Shiu Chung, Godfrey and Mr. Wan Hing Pui as independent non-executive Directors.

** For identification purpose only*