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WINOX

WINOX HOLDINGS LIMITED

盈利時控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6838)

ANNOUNCEMENT
PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to Rule 13.18 of the Listing Rules.

On 21 June 2013, the Borrower executed the Facilities issued by the Lender. Pursuant to the Facilities, it would be an event of default if the controlling shareholder of the Company, Mr. Yiu Hon Ming and his family hold less than 50% of the issued shares of the Company at any time.

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of Winox Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that on 21 June 2013, Winox Enterprise Company Limited, a wholly-owned subsidiary of the Company as borrower (the “**Borrower**”) and a financial institution as lender (the “**Lender**”) executed a letter of banking facilities dated 13 June 2013 issued by the Lender (the “**Facilities**”) which comprised of (i) a term loan at the principal amount of up to HKD60 million which is repayable by 28 equal quarterly instalments commencing three months after 31 March 2014; and (ii) a term loan at the principal amount of up to HKD40 million which is repayable by 12 equal quarterly instalments commencing three months after 30 September 2013. The Facilities, in the aggregate principal amount of up to HKD100 million contain repayment on demand clause at the discretion of Lender, and are made available by the Lender to the Borrower on the terms and conditions contained therein. The Facilities will be utilised to finance the construction of production base and acquisition of machinery for the Group in PRC, as well as general working capital requirements of the Borrower.

Pursuant to the Facilities, it would be an event of default if the controlling shareholder of the Company, Mr. Yiu Hon Ming (“**Mr. Yiu**”) and his family hold less than 50% of the issued shares of the Company at any time (the “**Specific Performance Obligations**”). As at the date of this announcement, Mr. Yiu and his family are (directly and indirectly) interested in approximately 66.34% of the entire issued share capital of the Company.

The occurrence of the aforesaid event of default would render any commitments of the Lender under the Facilities to be terminated and/or all outstanding amounts together with interests accrued thereon and all other sums payable under the Facilities become immediately due and repayable.

By Order of the Board
Yiu Hon Ming
Chairman and Managing Director

Hong Kong • 21 June 2013

As at the date of this announcement, the Board of the Company comprises (a) three executive directors, namely, Mr. Yiu Hon Ming, Ms. Law Wai Ping and Mr. Chau Kam Wing Donald; (b) one non-executive director, namely, Mr. Au Wai Ming; and (c) three independent non-executive directors, namely, Mr. Ma Weihua, Mr. Carson Wen and Professor Wong Lung Tak Patrick.