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**FIRST GLORY HOLDINGS LIMITED**

*(Incorporated in the British Virgin Islands with limited liability)*

**Armitage Technologies Holding Limited  
(萬達資訊科技控股有限公司)\***

*(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 8213)*

**JOINT ANNOUNCEMENT**

**I. COMPLETION OF THE SALE AND PURCHASE AGREEMENT;  
AND  
II. MANDATORY UNCONDITIONAL CASH OFFER BY  
CIMB SECURITIES (HK) LIMITED  
ON BEHALF OF FIRST GLORY HOLDINGS LIMITED  
FOR ALL THE OFFER SHARES AND CANCELLATION OF ALL  
OUTSTANDING SHARE OPTIONS**

**Financial Adviser to  
First Glory Holdings Limited**



**CIMB Securities (HK) Limited**

**Financial Adviser to  
Armitage Technologies Holding Limited**



**Karl Thomson Financial Advisory Limited**

The Board and First Glory are pleased to announce that completion of the Sale and Purchase Agreement took place on 10 February 2010.

Immediately after the Share Sale Completion, First Glory owned an aggregate of 432,845,290 Shares, representing approximately 57.71% of the issued share capital of the Company as at the date of this announcement. Accordingly, First Glory is required to make an unconditional mandatory cash offer for all the issued Shares not already owned or agreed to be acquired by it and parties acting in concert with it and to make a comparable offer for cancellation of all outstanding Share Options pursuant to Rule 26.1 of the Takeovers Code.

Reference is made to the joint announcement made by the Company and First Glory dated 7 January 2010 (the “**Joint Announcement**”). Capitalized terms defined in this announcement shall have the same meanings as in the Joint Announcement, unless the context otherwise requires.

## **COMPLETION OF THE SALE AND PURCHASE AGREEMENT**

The Board and First Glory are pleased to announce that completion of the Sale and Purchase Agreement took place on 10 February 2010. The Sale Shares being 432,845,290 Shares in aggregate, represent approximately 57.71% of the issued share capital of the Company as at the date of this announcement.

## **UNCONDITIONAL MANDATORY GENERAL CASH OFFER**

Immediately after the Share Sale Completion, First Glory owned an aggregate of 432,845,290 Shares, representing approximately 57.71% of the issued share capital of the Company as at the date of this announcement. Accordingly, First Glory is required to make an unconditional mandatory cash offer for all the issued Shares not already owned or agreed to be acquired by it and parties acting in concert with it and to make a comparable offer for cancellation of all outstanding Share Options pursuant to Rule 26.1 of the Takeovers Code.

## **GENERAL**

It is expected that the composite offer and response document (the “**Composite Document**”) containing, amongst other things, details of the Offers, a letter of advice from the Independent Board Committee in relation to the Offers, a letter of advice from Cinda, the Independent Financial Adviser to the Independent Board Committee, in respect of the Offers, together with the forms of acceptance for the Share Offer and Option Offer will be jointly despatched by the Offeror and the Company to the Shareholders and the holders of the Share Options and in compliance with requirements of the Takeovers Code. Further announcement will be jointly made by the Offeror and the Company in respect of, among other things, the date of despatch of the Composite Document.

For and on behalf of  
**First Glory Holdings Limited**  
**Tang Sing Ming Sherman**  
*Sole Director*

**By order of the Board of**  
**Armitage Technologies Holding Limited**  
**Lee Shun Hon, Felix**  
*Executive Director*

Hong Kong, 10 February 2010

*As at the date of this joint announcement, the Company's executive directors are Mr. Lee Shun Hon, Felix, Ms. Jim Sui Fun and Mr. Lee Wai Yip, Alvin; the non-executive director is Dr. Liao, York; the independent non-executive directors are Mr. Anthony Francis Martin Conway, Mr. Chan Hang and Mr. Li Pak Ki.*

*As at the date of this announcement, the sole director of the Offeror is Mr. Tang Sing Ming Sherman.*

*All Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that in relation to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.*

*The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that in relation to the Group, the Vendors and parties acting in concert with each of them) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.*

*This announcement will remain on the GEM website on the "Latest Company Announcements" page for at least 7 days from the date of its posting.*

*\* For identification purpose only*