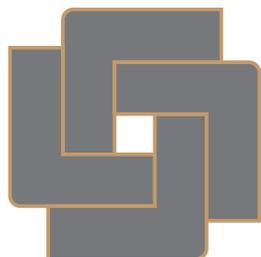


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林達控股有限公司  
**LAMTEX HOLDINGS LTD.**

STOCK CODE 股份代號1041

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1041)**

**(1) LAPSE OF PROPOSED ISSUE OF CONVERTIBLE BONDS  
UNDER SPECIFIC MANDATE  
AND  
(2) LAPSE OF PROPOSED ISSUE OF UNLISTED WARRANTS  
UNDER SPECIFIC MANDATE PURSUANT TO  
CONSULTANCY AGREEMENT**

**LAPSE OF PROPOSED ISSUE OF CONVERTIBLE BONDS UNDER SPECIFIC  
MANDATE**

References are made to the:

- (1) announcement of the Company dated 2 September 2018 in relation to the Subscription Agreements entered into between the Company and the Subscribers, pursuant to which the Company has conditionally agreed to issue and the Subscribers have conditionally agreed to subscribe for the Convertible Bonds in the aggregate principal amount of HK\$648 million; and
- (2) announcement of the Company dated 31 December 2018 in relation to Supplemental Agreements entered into between the Company and the Subscribers in respect of, inter alia, the extension of the Long Stop Date of the Subscription Agreements and amendment of conditions precedent

(collectively, the “**CB Announcements**”).

Unless the context otherwise requires, capitalised terms used in the following paragraphs shall bear the same meanings as defined in the CB Announcements.

Pursuant to the Supplemental Agreements, if the conditions precedent are not fulfilled or waived on or before 31 March 2019 (or such other date as the Subscribers and the Company may respectively agree), the Subscription Agreements shall lapse and become null and void and both the Company and the Subscribers will be released from all obligations under the Subscription Agreements (save for liabilities for any antecedent breaches thereof).

The board of directors of the Company (the “**Board**”) announces that as certain conditions precedent were not fulfilled or waived on 31 March 2019 and that the Subscribers and the Company have not agreed on any further extension of the Long Stop Date, the Subscription Agreements have lapsed and become null and void and both the Company and the Subscribers have been released from all obligations under the Subscription Agreements.

### **LAPSE OF PROPOSED ISSUE OF UNLISTED WARRANTS UNDER SPECIFIC MANDATE PURSUANT TO CONSULTANCY AGREEMENT**

References are made to the:

- (1) announcement of the Company dated 2 September 2018 in relation to, *inter alia*, the entering into of the:
  - (i) Consultancy Agreement, pursuant to which the Consultant shall, among others,
    - (i) provide financing services and assist the Company to identify suitable investors for financing of not less than HK\$500,000,000, for a term of six (6) months; and
    - (ii) provide consultancy services on acquisition and merger; and
  - (ii) Subscription Agreement, in relation to the issue of Warrants;
- (2) supplemental announcement of the Company dated 7 September 2018 in relation to further disclosure of the information regarding the proposed issue of unlisted warrants; and
- (3) announcement of the Company dated 31 December 2018 in relation to the entering of an extension letter (the “**Extension Letter**”), pursuant to which the parties have agreed to the extension of the latest time for fulfilment of the conditions precedent.

(collectively, the “**Warrants Announcements**”)

Unless the context otherwise requires, capitalised terms used in the following paragraphs shall bear the same meanings as defined in the Warrants Announcements.

Pursuant to an Extension Letter, in the event that the conditions are not fulfilled by 31 March 2019 or such later date as may be agreed between the Company and Consultant, the Subscription Agreement will lapse and become null and void and the parties shall be released from all obligations hereunder, save for the liabilities for any antecedent breaches hereof.

The Board announces that as certain conditions precedent were not fulfilled by 31 March 2019 and the Company and Consultant have not agreed on any further extension of the latest time for fulfilment of the conditions precedent, the Subscription Agreement has lapsed and become null and void and the parties have been released from all obligations thereunder, save for the liabilities for any antecedent breaches thereof.

The Board considers that the above lapses will not have any material adverse impact on the business or financial position of the Group.

By Order of the Board  
**Lamtex Holdings Limited**  
**Mr. Wu Xiaolin**  
*Executive Director*

Hong Kong, 1 April 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.*