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**Tsui Wah Holdings Limited**

**翠華控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1314)**

## **VOLUNTARY ANNOUNCEMENT**

### **SALE OF EXISTING SHARES BY CONTROLLING SHAREHOLDERS**

The board (the “**Board**”) of directors of Tsui Wah Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) has been informed by Cui Fa Limited (“**Cui Fa**”), Ample Favour Limited (“**Ample Favour**”) and Victor Leap Limited (“**Victor Leap**”), the controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) of the Company, that on 15 January 2014 (after trading hours), each of them has entered into a share placement agreement with Nomura International (Hong Kong) Limited as the placing agent (the “**Placing Agent**”) in respect of a placement of ordinary shares of HK\$0.01 each in the share capital of the Company (the “**Shares**”). Pursuant to the abovementioned share placement agreements, Cui Fa, Ample Favour and Victor Leap agreed to sell and the Placing Agent agreed to, on a fully underwritten basis, procure purchasers (being professional and/or institutional investors) to acquire 26,000,000 Shares, 20,000,000 Shares and 20,000,000 Shares, respectively at the placing price of HK\$5.00 per Share. Macca Investment Limited (which in turn is controlled by a member of the senior management of the Company) (“**Macca**”) also entered into a placement agreement with the Placing Agent on the same day pursuant to which it agreed to sell and the Placing Agent agreed to, on a fully underwritten basis, procure purchasers (being professional and/or institutional investors) to acquire 50,000,000 Shares at the placing price of HK\$5.00 per Share (together with the placing of Shares by Cui Fa, Ample Favour and Victor Leap, the “**Placing**”).

The aggregate number of Shares placed by Cui Fa, Ample Favour, Victor Leap and Macca pursuant to the Placing amounted to 116,000,000 Shares and the aggregate number of Shares placed by Cui Fa, Ample Favour and Victor Leap pursuant to the Placing represents approximately 4.73% of the issued share capital of the Company as at the date of signing the share placement agreements. Completion of the Placing is expected to take place on 20 January 2014.

The shareholding interests of Cui Fa, Ample Favour, Victor Leap and Macca in the Company as at the date of signing the share placement agreements and upon completion (assuming there is no change in the numbers of issued ordinary shares of the Company before completion) are as follows:

	As at the date of signing the share placement agreements <sup>(Note)</sup>		Upon completion of Placing	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Cui Fa	789,092,000	56.56	763,092,000	54.69
Ample Favour	85,408,000	6.12	65,408,000	4.69
Victor Leap	63,456,000	4.55	43,456,000	3.11
Macca	60,000,000	4.30	10,000,000	0.72

*Note:* As at 15 January 2014, the issued share capital of the Company was 1,395,214,621 Shares.

The Board considers that the Placing will broaden the shareholder base and enhance the share liquidity of the Company. The Board does not expect the Placing to have any impact on the business or operations of the Group.

By order of the Board  
**Tsui Wah Holdings Limited**  
**LEE Yuen Hong**  
*Chairman and Executive Director*

Hong Kong, 16 January 2014

*As at the date of this announcement, the executive directors of the Company are Mr. Lee Yuen Hong, Mr. Ho Ting Chi, Mr. Cheung Yu To, Mr. Cheung Wai Keung and Mr. Cheung Yue Pui and the independent non-executive directors of the Company are Mr. Goh Choo Hwee, Mr. Wong Chi Kin and Mr. Yim Kwok Man.*