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**FinTronics**

**銀創控股**

**FINTRONICS HOLDINGS COMPANY LIMITED**

**銀創控股有限公司\***

*(incorporated in Bermuda with limited liability)*

(Stock code: 706)

**LAPSE OF THE AGREEMENT IN RELATION TO A  
VERY SUBSTANTIAL ACQUISITION AND CONNECTED TRANSACTION  
REGARDING THE ACQUISITION OF THE ENTIRE ISSUED SHARE  
CAPITAL OF SPRING VAST LIMITED**

**Financial adviser to the Company**

**CREDIT SUISSE**   
**瑞信**

**LAPSE OF THE AGREEMENT**

Some of the conditions for Completion of the Agreement, including the completion of the Definitive Agreements and the Spring Vast Agreement, have not been satisfied nor waived on 31 December 2010, being the Long Stop Date.

After negotiation between the Group and the Vendor, the Directors decided that, taking into consideration the status of the due diligence exercise in relation to the Target Group and the Target Mines which has not been duly completed by the Long Stop Date, the various other business and cooperation opportunities that have arisen in the meantime and in order to avoid further expenses to be incurred by the Group on the Acquisition, in the interests of the Company and Shareholders as a whole, the Long Stop Date would not be extended. Accordingly, the Agreement lapsed with effect from 5:00 p.m., 31 December 2010.

Reference is made to the announcement of the Company dated 22 March 2010 (the “**Announcement**”) in relation to, among others, the acquisition of the entire issued share capital of the Target, Spring Vast Limited, the announcements of the Company dated 12 April 2010, 30 June 2010 and 30 September 2010 respectively in relation to delay and further delay in despatch of the related circular, and the announcement of the Company dated 11 June 2010 in relation to the supplemental agreement to the Agreement entered into between the Vendor and the Purchaser to amend certain terms and conditions of the Acquisition. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as in the Announcement.

Completion of the Agreement is subject to the conditions stated in the sub-paragraph headed “Conditions precedent” under the paragraph headed “The Agreement” in the Announcement having been fulfilled or waived (as the case may be) on or before 5:00 p.m., 31 December 2010 (or such later date as agreed between the parties in writing) (“**Long Stop Date**”), failing which the Agreement shall lapse and be of no further effect (other than certain provisions of the Agreement including those relating to confidentiality, fees and expenses of the Acquisition) and no party to the Agreement shall have any claim against or liability to the other parties, save in respect of any antecedent breaches of the Agreement. Some of the conditions for Completion of the Agreement, including the completion of the Definitive Agreements and the Spring Vast Agreement, have not been satisfied nor waived on 31 December 2010, being the Long Stop Date.

After negotiation between the Group and the Vendor, the Directors decided that, taking into consideration the status of the due diligence exercise in relation to the Target Group and the Target Mines which has not been duly completed by the Long Stop Date, the various other business and cooperation opportunities that have arisen in the meantime and in order to avoid further expenses to be incurred by the Group on the Acquisition, in the interests of the Company and Shareholders as a whole, the Long Stop Date would not be extended. Accordingly, the Agreement lapsed with effect from 5:00 p.m., 31 December 2010.

The Board estimates that expenses in the amount of approximately HK\$11.1 million have so far been incurred by the Group in relation to the matters concerning the Acquisition. Notwithstanding the above, the Board considers that the lapse of the Agreement will not have any material effect to the business operation and financial position of the Group as a whole.

By order of the Board  
**FinTronics Holdings Company Limited**  
**Chan Ying Kay**  
*Company Secretary*

Hong Kong, 31 December 2010

*As at the date of this announcement, the Board comprises Mr. Sze Wai, Marco (Chairman), Mr. Song Jing Sheng and Mr. Tan Shu Jiang as executive Directors and Mr. Wong Po Yan, Mr. Mao Zhenhua and Mr. Chong Yiu Kan, Sherman as independent non-executive Directors.*

\* *For identification purposes only*