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**ROAD SHINE DEVELOPMENTS
LIMITED**

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



GLOBAL TECH (HOLDINGS) LIMITED

耀科國際(控股)有限公司*

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

**(Hong Kong stock code: 143)
(Singapore stock code: G11)**

JOINT ANNOUNCEMENT

**(1) DESPATCH OF COMPOSITE DOCUMENT
RELATING TO
THE UNCONDITIONAL MANDATORY CASH OFFER BY
ALTUS INVESTMENTS LIMITED AND YICKO SECURITIES LIMITED
FOR AND ON BEHALF OF
ROAD SHINE DEVELOPMENTS LIMITED
TO ACQUIRE ALL OF THE ISSUED SHARES OF
GLOBAL TECH (HOLDINGS) LIMITED
(OTHER THAN THOSE ALREADY OWNED BY THE OFFEROR
AND PARTIES ACTING IN CONCERT WITH IT)
AND
(2) APPOINTMENT OF DIRECTORS**

Financial Adviser to the Offeror

ALTUS CAPITAL LIMITED

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document jointly issued by the Company and the Offeror in relation to the Offer, together with the Acceptance Forms, have been despatched to the Independent Shareholders on 3 February 2016 in accordance with the Takeovers Code. The expected timetable in relation to the Offer is set out below in this joint announcement.

The Offer will be open for acceptance from 3 February 2016 to 4:00 p.m. on 24 February 2016 unless revised or extended by the Offeror in accordance with the Takeovers Code.

Independent Shareholders are strongly advised to read the Composite Document and the Acceptance Forms carefully, including the recommendation of the Independent Board Committee and the advice from the Independent Financial Adviser in relation to the Offer, before deciding whether or not to accept the Offer.

APPOINTMENT OF DIRECTORS

The Board of the Company is pleased to announce the appointment of Mr. SO Haw, Herman as executive Director and Mr. HUANG Zhen Qian as non-executive Director with effect from 3 February 2016.

Reference is made to (i) the announcement jointly issued by the Company and the Offeror dated 18 December 2015 in respect of, among other things, the Sale and Purchase Agreement and the Offer; (ii) the joint announcement of the Company and the Offeror dated 8 January 2016 in respect of the delay in despatch of the composite offer document and the offeree board circular in respect of the Offer (“**Composite Document**”); (iii) the clarification announcement jointly issued by the Company and the Offeror dated 14 January 2016; and (iv) the Composite Document jointly issued by the Company and the Offeror dated 3 February 2016.

Unless the context requires otherwise, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document (including, among others, the full terms and conditions of the Offer, the expected timetable, the advice from the Independent Financial Adviser and the recommendation of the Independent Board Committee) jointly issued by Company and the Offeror in relation to the Offer, together with the Acceptance Forms, have been despatched to the Independent Shareholders on 3 February 2016.

The Offer will be open for acceptance from 3 February 2016 to 4:00 p.m. on 24 February 2016 unless revised or extended by the Offeror in accordance with the Takeovers Code.

EXPECTED TIMETABLE OF THE OFFER

The expected timetable of the Offer in the Composite Document as reproduced below is indicative and may subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Company as and when appropriate.

Despatch date of the Composite Document and
the accompanying Acceptance Forms and
commencement date for the Offer Wednesday, 3 February 2016

Latest time and date for acceptance of the Offer (*Note 1*)..... 4:00 p.m. on
Wednesday, 24 February 2016

Closing Date (*Note 1*) Wednesday, 24 February 2016

Announcement of the results of the Offer and
the level of acceptances (or its extension or revision,
if any) as at the Closing Date to be posted on
the Stock Exchange's website and
the Singapore Exchange's website (*Note 1*) Wednesday, 24 February 2016

Latest date for posting of remittances for
the amounts due in respect of valid
acceptances received under the Offer (*Note 2*) Friday, 4 March 2016

Notes:

The Offer, which is unconditional, is made on the date of posting of the Composite Document, and is capable of acceptance on and from that date until the Closing Date.

1. In accordance with the Takeovers Code, the Offer must initially be open for acceptance for at least 21 days following the date on which the Composite Document is posted. The Offer will be closed for acceptance at 4:00 p.m. on Wednesday, 24 February 2016. Acceptances of the Offer are irrevocable and are not capable of being withdrawn, except in the circumstances as set out in the section headed "Right of withdrawal" in Appendix I to the Composite Document.
2. A cheque for the amount due to each Shareholder (or in the case of Singapore Shareholders, a demand draft denominated in HK\$ drawn on a bank in Hong Kong for the appropriate amount) who validly accepts the Offer (less sellers' ad valorem stamp duty payable for the Offer Shares tendered by him or her under the Offer) will be despatched to the accepting Shareholder by ordinary post at his or her own risk as soon as possible but in any event within seven Business Days following the Date of Receipt.

Save as mentioned above, if the latest time for the acceptance of the Offer and the posting of remittances do not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Independent Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

All time and date references contained in this joint announcement refer to Hong Kong and Singapore time and date.

IMPORTANT

Independent Shareholders are strongly advised to read the Composite Document and the Acceptance Forms carefully, including the recommendation of the Independent Board Committee and the advice from the Independent Financial Adviser in relation to the Offer, before deciding whether or not to accept the Offer.

APPOINTMENT OF DIRECTORS

The Board of the Company is pleased to announce that with effect from 3 February 2016, Mr. SO Haw, Herman has been appointed as executive Director and Mr. HUANG Zhen Qian has been appointed as non-executive Director.

The biographical details of the two newly appointed Directors (which are also set out in the Composite Document) are set out below:

Mr. SO Haw, Herman (“Mr. SO”)

Mr. SO, aged 34, is a holder of a Master Degree of Business Administration at the Hong Kong University of Science and Technology. Mr. SO has experiences in banking services, commercial and residential real estate investment and development, developments and operations in information technology industry, mergers and acquisitions and general management. Mr. SO had worked in China Construction Bank (Asia) Corp. Ltd., Hong Kong for more than three and a half years. Subsequently, Mr. SO took up the role as a director in a private business group specialized in real estate development projects and investment in Hong Kong and the PRC. For the period from June 2011 to August 2015, Mr. SO was an executive director of Gold Tat Group International Limited (stock code: 8266), engaging in the businesses of information technology and electronic parts trading.

Mr. HUANG Zhen Qian (“Mr. HUANG”)

Mr. HUANG, aged 55, is an experienced businessman in the People’s Republic of China (“PRC”). During the period from October 2000 to March 2015, Mr. HUANG worked in 中信網絡有限公司深圳分公司 (CITIC Networks Limited — Shenzhen Branch*), a wholly-owned subsidiary under 中國中信集團有限公司 (CITIC Group Corporation*), in the capacity of general manager and was responsible for managing the operation of the Shenzhen Branch including budgeting, development, operations and strategy in the region of southern and eastern Guangdong as well as liaising with corresponding governmental departments. Since 2009, Mr. HUANG has been acting as deputy managing director (副董事長) of Guoan (HK) Holdings Limited, the immediate holding company of Road Shine Developments Limited, the controlling Shareholder of the Company.

As at the date of this joint announcement, save as disclosed above, both Mr. SO and Mr. HUANG (i) do not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company; (ii) do not have, and are not deemed to have, any interest in the securities of the Company within the meaning of Part XV of the SFO; and (iii) do not hold any position in the Company or any subsidiary of the Company, nor any other directorship in listed public companies in the last three years preceding the date of this joint announcement.

There is no service contract entered into between the Company and each of Mr. SO and Mr. HUANG. Their remuneration will be determined by the Board with reference to their roles and responsibilities with the Company and prevailing market conditions. Mr. SO and Mr. HUANG do not have any fixed term of service but will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association of the Company.

Save as disclosed above, there is no information in relation to the appointment of Mr. SO and Mr. HUANG that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

The Board of the Company would like to welcome Mr. SO and Mr. HUANG joining the Board of the Company.

By order of the board
Road Shine Developments Limited
XIA Guilan
Director

By order of the Board
Global Tech (Holdings) Limited
SY Ethan, Timothy
Chairman

Hong Kong, 3 February 2016

As at the date of this joint announcement, the Board comprises 8 Directors, of which 3 are executive Directors, namely Mr. SY Ethan, Timothy, Mr. SUNG Yee Keung, Ricky and Mr. SO Haw, Herman, 2 are non-executive Directors, namely Mr. KO Wai Lun, Warren and Mr. HUANG Zhen Qian, and 3 are independent non-executive Directors, namely Mr. Andrew David ROSS, Mr. Geoffrey William FAWCETT and Mr. Charles Robert LAWSON.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than the information relating to the Offeror, its ultimate beneficial owners and parties acting in concert with any one of them), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinion expressed by the Offeror, its ultimate beneficial owners and parties acting in concert with any one of them) 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 in this joint announcement misleading.

As at the date of this joint announcement, Ms. XIA Guilan, Mr. LI Jianyi and Mr. DU Jun are the directors of the Offeror. The board of directors of CITIC Guoan Group comprises Mr. LI Shilin, Mr. LUO Ning, Mr. LI Rongxiang, Ms. XIA Guilan, Mr. LI Jianyi, Mr. GUAN Weidong, Mr. LI Zhentao, Mr. MAO Deyi, Mr. CHEN Zhao, Ms. LI Qiwen, Mr. GUAN Xin, Ms. ZHANG Yan and Mr. BAI Shaoliang.*

The directors of the Offeror and CITIC Guoan Group jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, the Vendor and parties acting in concert with any one of them), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinion expressed by the Group, the Vendor and parties acting in concert with any one of them) 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 English text of this joint announcement shall prevail over its Chinese text.

** For identification purpose only*