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**ARTEL SOLUTIONS GROUP HOLDINGS LIMITED**

**宏通集團控股有限公司\***

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

**(Stock Code: 931)**

**STRATEGIC COOPERATION AGREEMENT WITH  
PING AN SECURITIES LIMITED  
IN RELATION TO THE LNG BUSINESSES**

This announcement is made by the Company pursuant to Rule 13.09(2) of the Listing Rules and the Inside Information Provisions.

The Company is pleased to announce that, on 27 March 2014 (after trading hours), the Company entered into the Agreement with Ping An Securities in relation to provision of integrated financial services for developing the LNG businesses in the PRC.

The Board wishes to emphasize that no final terms and conditions in relation to the LNG businesses has been concluded as at the date of this announcement. Moreover, the Agreement is a framework agreement, definitive agreements shall have to be signed by the two parties in respect of specific cooperation entered into under the Agreement.

**Accordingly, shareholders of the Company and/or investors should note that the transactions contemplated under the Agreement may or may not materialize as described or at all, and should exercise caution when dealing in the shares of the Company. Further announcement in respect of the LNG businesses will be made by the Company as and when appropriate in accordance with the Listing Rules.**

This announcement is made by Artel Solutions Group Holdings Limited (the “Company” and its subsidiaries, collectively referred to as the “Group”) pursuant to Rule 13.09(2) of the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). The purpose of this announcement is to enable the shareholders of the Company and the public to appraise the position of the Group.

Reference is made to the announcement of the Company on 14 May 2013, the Company is in negotiations with an independent third party for the possible formation of a joint venture company, the principal business of which is engaged in the liquefied natural gas (“LNG”) businesses in the People’s Republic of China (the “PRC”). The Company has terminated the negotiations with that party but instead is in negotiations with another party which is a mega stated owned enterprise in the PRC with principal business in the oil industry, but no final terms and conditions in relation thereto have been concluded as at the date of this announcement. Further announcement(s) will be made by the Company in compliance with the requirements of the Listing Rules should there be any material progress in the negotiation.

## **STRATEGIC COOPERATION AGREEMENT**

The board (the “Board”) of directors (the “Director”) of the Company announces that on 27 March 2014 (after trading hours), the Company entered into a strategic cooperation agreement (the “Agreement”) with Ping An Securities Limited (“Ping An Securities”) in relation to provision of integrated financial services for developing the LNG businesses in the PRC.

The Agreement, subject to the premise of compliance with Chinese laws, regulations and policies, provides a framework by which Ping An Securities will work closely with the Company to provide an integrated financial services platform such as banking, insurance, financial leasing and other full range of integrated financial services to the Company for the development of the LNG businesses with a mega stated owned enterprise in the PRC.

The Agreement contemplates that:

- (1) Ping An Securities and its wholly owned subsidiary, Ping An of China Securities (Hong Kong) Company Ltd (“Ping An Securities HK”) will provide a full service securities business to the Company in relation to any capital operation in Hong Kong and the PRC, including but not limited to, investment banking and financial services business such as financing, asset management and securities brokerage, mergers and acquisitions and other corporate finance advisory services;
- (2) Ping An Securities will coordinate Ping An Bank Company Limited, a subsidiary under Ping An Insurance (Group) Company of China, Limited (“Ping An Group”), to provide loans and other financing solutions to the Company for the development of the LNG businesses;

- (3) Ping An Securities will coordinate Ping An Property & Casualty Insurance Company of China, Limited, a subsidiary under Ping An Group, to provide property insurance services for the vehicles, ships, LNG filling stations and etc. in relation to the LNG businesses;
- (4) Ping An Securities will coordinate Ping An International Financial Leasing Company Limited, a subsidiary under Ping An Group, to provide financial leasing services for the vehicles, ships, LNG filling stations, etc. in relation to the LNG businesses;
- (5) Ping An Securities will coordinate other companies under Ping An Group to provide other specialised financial services to the Company according to the progress of the development of the LNG businesses; and
- (6) the terms and conditions of any other business cooperation in addition to the above securities businesses as described in the Agreement shall be negotiated between the Company and Ping An Securities and subject to the relevant parties entering into definitive agreements.

The Agreement forms the framework of business cooperation for an effective period of three years and will be extended automatically if there is no objection by the two parties. The Agreement can be amended and terminated by giving a three months notice in writing to other party and after reaching a consensus on the change or termination by both parties.

The Agreement is a framework agreement, definitive agreements shall have to be signed by the two parties in respect of specific cooperation entered into under the Agreement.

## **ABOUT PING AN SECURITIES AND PING AN GROUP**

Ping An Securities, which was registered in Shenzhen, the PRC, is a subsidiary of Ping An Group. Ping An Securities provides brokerage, investment banking, asset management and financial advisory services to clients. Ping An Securities became an innovative securities company in 2006, and started a wholly-owned subsidiary named Ping An Caizhi Investment Management Co., Ltd. in 2008, which conducts direct investments business. In 2009, Ping An Securities set up another subsidiary in Hong Kong, Ping An Securities HK.

Ping An Group was established in 1988 and headquartered in Shenzhen, the PRC. It listed its H-Shares on the Stock Exchange under the name “Ping An” and stock code “2318” since June 2004. In March 2007, Ping An Group debuted trading of its A-Shares on the Shanghai Stock Exchange under the name “Ping An of China” and stock code “601318”. Ping An Group mainly provides integrated financial products and services and is engaged in life insurance, property and casualty insurance, trust, securities, banking and other businesses.

**Shareholders of the Company and/or investors should note that the transactions contemplated under the Agreement may or may not materialize as described or at all, and should exercise caution when dealing in the shares of the Company. Further announcement in respect of the LNG businesses will be made by the Company as and when appropriate in accordance with the Listing Rules.**

By order of the Board of Directors  
**Artel Solutions Group Holdings Limited**  
**Kan Che Kin, Billy Albert**  
*Chairman*

Hong Kong, 27 March 2014

As at the date of this announcement, the executive Directors are Mr. Kan Che Kin, Billy Albert, Ms. Li Shu Han, Eleanor Stella and Mr. Li Kai Yien, Arthur Albert; and the independent non-executive Directors are Mr. Li Siu Yui, Mr. Ip Woon Lai and Mr. Lee Kong Leong.

*\* for identification purpose only*