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**Sandmartin International Holdings Limited**

**聖馬丁國際控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock code: 482)

## **FURTHER ANNOUNCEMENT**

### **DISCLOSEABLE TRANSACTION DISCLOSURE PURSUANT TO RULES 13.13 AND 13.15 OF THE LISTING RULES**

Reference is made to the announcement of Sandmartin International Holdings Limited (the “**Company**”) published on the official website of The Stock Exchange of Hong Kong Limited and the Company's own website on 21 September 2016 (the “**Announcement**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated herein.

The Board would like to clarify the following:

1. the Announcement was dated 21 September 2016;
2. the Group and each of Borrower 1 and Borrower 2 did not enter into any facility agreement or facility letter for the purposes of the aggregate Borrower 1 Loan Facilities or the aggregate Borrower 2 Loan Facilities (as the case may be); and each of the Loan Facilities was granted pursuant to the relevant individual Loan Agreement;
3. before Borrower 2 became a subsidiary of the Company as from 5 July 2016, it was a company owned by the Group as to 11 %. As such, it was not regarded as an associated company of the Company under the Hong Kong Financial Reporting Standards and it was not an affiliated company of the Company within the meaning of Rule 13.11 (2)(a) of the Listing Rules; and
4. the Company was in breach of Rule 14.34 of the Listing Rules in respect of the Borrower 1 Loan Facilities, and Rule 13.13, Rule 13.15 and Rule 14.34 of the Listing Rules in respect of the Borrower 2 Loan Facilities in publishing the relevant announcement, as and when such obligations arose. Such non-compliances were overlooked by the then Board.

By Order of the Board  
**Sandmartin International Holdings Limited**  
**Hung Tsung Chin**  
*Chairman*

Hong Kong, 23 September 2016

*As at the date of this announcement, the executive directors of the Company are Mr. Hung Tsung Chin, Ms. Chen Mei Huei, Mr. Liao Wen I, Mr. Frank Karl-Heinz Fischer and Mr. Chen Wei Chun; the independent non-executive directors of the Company are Mr. Han Chien Shan, Mr. Wu Chia Ming and Mr. Li Chak Hung.*