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CARPENTER TAN HOLDINGS LIMITED

譚木匠控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 837)

DISCLOSEABLE TRANSACTION SUBSCRIPTION OF WEALTH MANAGEMENT PRODUCT

The board (“the Board”) of directors (the “Directors”) of Carpenter Tan Holdings Limited (the “Company”) announces that, on 27 July 2016, three wholly owned subsidiaries of the Company and China Construction Bank entered into the China Construction Bank Wealth Management Product Agreements (the “Agreements”) respectively.

The relevant subscription amounts under the Agreements shall be aggregated pursuant to Rule 14.22 of the Hong Kong Listing Rules. As the highest relevant applicable percentage ratio (as defined under the Hong Kong Listing Rules) exceeds 5% but is less than 25%, the Agreements constitute discloseable transactions of the Company and are subject to the reporting and announcement requirements under the Hong Kong Listing Rules.

1) BACKGROUND

On 27 July 2016, Chongqing Carpenter Tan Handicrafts Co., Ltd., Jiangsu Carpenter Tan Co., Ltd.* and Jiangsu Carpenter Valley Co., Ltd.* (wholly owned subsidiaries of the Company) and China Construction Bank entered into the China Construction Bank Wealth Management Product Agreements.

2) MAJOR TERMS OF THE CHINA CONSTRUCTION BANK WEALTH MANAGEMENT PRODUCT AGREEMENT

Major terms of the Agreements are hereby listed as follows:

- (1) Name of product: China Construction Bank “Gan Yuan Zhong Xiang” (乾元眾享) RMB wealth management product (Issue 2 of Year 2016).
- (2) Type of product: Principal-guaranteed and floating income wealth management product.
- (3) Risk rating of product: Low.
- (4) Subscription amount: Chongqing Carpenter Tan Handicrafts Co., Ltd. for RMB16,000,000.
Jiangsu Carpenter Tan Co., Ltd.* for RMB5,000,000.
Jiangsu Carpenter Valley Co., Ltd.* for RMB65,500,000.
- (5) Valid period of product: 85 days commencing from 27 July 2016 and up to 20 October 2016.
- (6) Expected net return per annum: 3.0% annually.
- (7) Principal guaranteed: China Construction Bank guaranteed to the investors to return 100% of the principal amount of such wealth management product upon maturity.
- (8) Investment scope: The principal of this wealth management product will be fully invested in the investment instruments with lower risk such as interbank deposits and interbank borrowings by China Construction Bank, and floating income will be generated by reinvesting the gains derived from the investment in debentures and bills.

To the best knowledge, information and belief of the Directors having made all reasonable enquiry, China Construction Bank and its ultimate beneficial owners are the third parties independent of the Company and connected persons of the Company, and are not connected persons of the Company.

3) REASONS AND BENEFITS FOR ENTERING INTO THE AGREEMENT

The entering of the Agreements mainly aims at enhancing the utilization of idle funds mainly generated from operations of the group and raised by the Company in 2009.

Therefore, the Directors consider that the Agreements are fair and reasonable and in the interests of the Company and the shareholders as a whole.

4) IMPLICATION OF THE HONG KONG LISTING RULES

The relevant subscription amounts under the Agreements shall be aggregated pursuant to Rule 14.22 of the Hong Kong Listing Rules. As the highest relevant applicable percentage ratio (as defined under the Hong Kong Listing Rules) exceeds 5% but is less than 25%, the Agreements constitute discloseable transactions of the Company and are subject to the reporting and announcement requirements under the Hong Kong Listing Rules.

By order of the Board
Carpenter Tan Holdings Limited
Tan Chuan Hua
Chairman

Hong Kong, 27 July 2016

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Tan Chuan Hua, Mr. Tan Di Fu and Mr. Geng Chang Sheng; two non-executive Directors, namely Madam Tan Yinan and Mr. Liu Chang; and three independent non-executive Directors, namely Madam Huang Zuoan, Mr. Yang Yang and Mr. Chau Kam Wing, Donald.

* *For identification purpose only*