

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ARTGO HOLDINGS LIMITED

雅高控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3313)

TERMINATION OF PLACING OF CONVERTIBLE BONDS

Reference is made to the announcement (the “**Announcement**”) dated 30 March 2018 of ArtGo Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in relation to, among other things, the placing (the “**Placing**”) of convertible bonds under specific mandate, the announcements dated 30 April 2018 and 4 May 2018 in relation to the delay in despatch of circular and update of the development of the Placing, respectively. Unless the context otherwise requires, terms used in this announcement have the same meanings as those defined in the Announcement.

This announcement is made by the Company pursuant to Rule 14.36 of the Rules Governing the Listing of Securities on The Stock Exchange (the “**Stock Exchange**”) of Hong Kong Limited (the “**Listing Rules**”).

Since the publication of the Announcement, the Company has been working towards the satisfaction of the various conditions precedent set out in the Placing Agreement, including, among others, addressing the concerns of the Stock Exchange. The Company expected that additional time and resources would be consumed should the Company continue to proceed with the Placing in its original structure. After careful consideration and weighing the costs and benefits and the interest of the Company and its shareholders as a whole, the Company entered into a deed of termination (the “**Termination Deed**”) with the Placing Agent on 11 June 2018 (after trading hours) to terminate the Placing Agreement.

Pursuant to the Termination Deed, all obligations and liabilities of the Company and the Placing Agent under the Placing Agreement shall cease and terminate with immediate effect, save and except the liability of any party in respect of its breach prior to the date of the Termination Deed.

The Board considers that the termination of the Placing Agreement is in the interest of the Company and its shareholders as a whole and has no material adverse impact on the existing business or financial position of the Group. The Board is exploring any feasible opportunities in fund raising, including but not limited to the issue of convertible bonds under other arrangement and, when materializes, the Company will issue an announcement in accordance with the Listing Rules as and when appropriate.

By Order of the Board
ArtGo Holdings Limited
Wu Jing
Chairman and Executive Director

Hong Kong, 11 June 2018

As at the date of this announcement, the executive Directors are Mr. Gu Weiwen, Mr. Zhang Jian, Ms. Wu Jing and Dr. Leung Ka Kit; the non-executive Director is Mr. Gu Zengcai; and the independent non-executive Directors are Ms. Zhang Xiaohan, Ms. Lung Yuet Kwan and Mr. Hui Yat On.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.