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**APTUS HOLDINGS LIMITED**  
**問博控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8212)**



**眾彩科技股份有限公司\***  
**CHINA VANGUARD GROUP LTD.**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8156)**

**VOLUNTARY ANNOUNCEMENT**  
**FURTHER INFORMATION IN RELATION TO THE REDEMPTION**  
**OF THE HK\$234,000,000 ZERO COUPON**  
**SECURED CONVERTIBLE BONDS DUE 2011 ISSUED BY APTUS**

This is a voluntary announcement made by Aptus and CVG for the purpose of providing further information to their respective shareholders in relation to the redemption of the Bond(s). Capitalised terms used in this announcement have the meaning given to them in the joint announcement of Aptus and CVG dated 16 November 2009 unless the context otherwise requires.

Reference is made to the joint announcement of Aptus and CVG dated 12 January 2010 pursuant to which, it was announced that:

- (a) the Sole Beneficial Owner had issued a put exercise notice requiring full redemption of the Bond(s) in the outstanding principal amount of HK\$234,000,000 by 15 January 2010; and
- (b) all parties were proceeding on the basis that the outstanding amounts payable must be paid by 15 January 2010 or within a thirty days grace period and that no event of default will occur unless due payment is not made by 14 February 2010 and the Trustee serves notice of an event of default after that date.

Aptus and CVG announce that at the date of this announcement (after trading hours), Aptus and the Sole Beneficial Owner have entered into a deed of undertaking dated 12 February 2010 pursuant to which, amongst other things, the Sole Beneficial Owner undertakes to Aptus that it will not, and will procure that the Bondholder, the Trustee and/or the Security Trustee do not:

- (i) treat the non-payment by 14 February 2010 of the outstanding principal amounts, interest and other amounts payable on the Bond(s) (the “**Non-Payment**”) as an event of default (the “**Event of Default**”) or potential event of default (the “**Potential Event of Default**”) under the Trust Deed; or
- (ii) exercise any rights under the Trust Deed or any Security Document the Sole Beneficial Owner, the Trustee or the Security Trustee may otherwise have in respect of the Non-Payment including without limitation any rights in respect of any Event of Default or Potential Event of Default,

unless and until Aptus has not redeemed the Bond(s) in full by 12 March 2010 or such later date as the Sole Beneficial Owner may agree in writing from time to time.

As at the date of this announcement, interest in the amount of approximately HK\$94,424,000 was accrued to the Bond(s) with principal amount of HK\$234,000,000. During the period between the issue date of the Bond(s) (i.e. 22 November 2006) and the date of this announcement, an aggregate amounts of approximately HK\$211,700,000 (which included coupon payment of approximately HK\$11,700,000) have been paid to the Trustee and/or the Sole Beneficial Owner. The outstanding principal amount of the Bond(s) together with interest accrued up to the date of this announcement and payable is approximately HK\$116,724,000.

The directors of Aptus and CVG believe that Aptus has sufficient financial resources to pay all the outstanding principal of, and interest accrued but unpaid on, the Bond(s) and Aptus intends to redeem the Bond(s) in full on or before 12 March 2010.

By Order of the Board  
**Aptus Holdings Limited**  
問博控股有限公司  
**FUNG King Him Daniel**  
*Director*

By Order of the Board  
**China Vanguard Group Limited**  
眾彩科技股份有限公司\*  
**CHAN Siu Sarah**  
*Director*

Hong Kong, 12 February 2010

*As at the date of this announcement, the board of directors of Aptus comprises four executive directors, being Madam Cheung Kwai Lan, Mr. Chan Ting, Mr. Fung King Him Daniel and Mr. Lam Wai Pong; and four independent non-executive directors, being Mr. Tian He Nian, Mr. Zhang Xiu Fu, Mr. Zou Qi Jun and Mr. To Yan Ming Edmond.*

*As at the date of this announcement, the board of directors of CVG comprises five executive directors, being Madam Cheung Kwai Lan, Mr. Chan Tung Mei, Mr. Chan Ting, Ms. Chan Siu Sarah and Mr. Lau Hin Kun; and three independent non-executive director, being Mr. Tian He Nian, Mr. Zhang Xiu Fu and Mr. To Yan Ming Edmond.*

*This announcement, for which the directors of Aptus and the directors of CVG collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to Aptus and CVG. The directors of Aptus and CVG, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of 7 days from the date of its posting and on the websites of Aptus and CVG at [www.aptus.com.hk](http://www.aptus.com.hk) and [www.cvg.com.hk](http://www.cvg.com.hk) respectively.*

*\* For identification purposes only*