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ECI Technology Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8013)

INSIDE INFORMATION

DISPOSAL OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by ECI Technology Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities (the “**GEM Listing Rules**”) on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors of the Company (the “**Director(s)**”) was informed that ECI Asia Investment Limited (“**ECI Asia**”), being the controlling shareholder of the Company (as defined in the Listing Rules) (the “**Controlling Shareholder**”), which is wholly-owned by Dr. Ng Tai Wing, the executive Director and chairman of the Company, that on 21 February 2018 (after trading hours of the Stock Exchange), the Controlling Shareholder had entered into a sales and purchase agreement (the “**SPA**”) with Mr. Yang Shuo (楊碩先生) (“**Mr. Yang**”), an independent third party of the Company (as defined in the GEM Listing Rules). Pursuant to the SPA, ECI Asia agreed to dispose of, and Mr. Yang has agreed to purchase from ECI Asia, 320,000,000 shares of the Company (the “**Shares**”), representing 20% of the total issued share capital of the Company as at the date of this announcement, at a price of HK\$0.234 per Share at the total consideration of HK\$74,880,000 (the “**Disposal**”). As at the date of this announcement and immediately before the Disposal, ECI Asia held 1,200,000,000 Shares, representing 75% of the total issued share capital of the Company.

Upon completion of the Disposal, Mr. Yang will hold 320,000,000 Shares, representing 20% of the total issued share capital of the Company. ECI Asia will hold 880,000,000 Shares of the Company, representing 55% of the total issued share capital of the Company. ECI Asia will remain as the Controlling Shareholder of the Company.

The shareholdings of ECI Asia and other shareholders of the Company as at the date of this announcement and immediately upon completion of the Disposal are set out below:

	Shareholding as at the date of this announcement and immediately before the Disposal		Shareholding immediately upon completion of the Disposal	
	<i>Approximately</i>		<i>Approximately</i>	
	<i>Number of Shares held</i>	<i>% of shareholding</i>	<i>Number of Shares held</i>	<i>% of shareholding</i>
The Controlling Shareholder				
ECI Asia	1,200,000,000	75%	880,000,000	55%
The Substantial Shareholder				
Mr. Yang	—	—	320,000,000	20%
Public Shareholders	400,000,000	25%	400,000,000	25%
Total	1,600,000,000	100%	1,600,000,000	100%

Mr. Yang is the chairman of Heng Fa Rui De IOT (Tianjin) Company Limited (恆發瑞德物聯(天津)電子商務有限公司), which is principally engaged in the business of bioenergy and healthcare products. Mr. Yang has worked in the metal manufacturing arm of a company listed on the Stock Exchange. He also has extensive experience in property investment in the northern China.

The Board are of the view that there will be no change in business focus or strategic direction of the Company following completion of the Disposal.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the Shares.

By order of the Board
ECI Technology Holdings Limited
Dr. Ng Tai Wing
Chairman

Hong Kong, 21 February 2018

As at the date of this announcement, the Board comprises seven Directors, including two executive Directors, namely, Dr. Ng Tai Wing (Chairman and Chief Executive Officer) and Mr. Law Wing Chong; one non-executive Director namely, Ms. Wong Tsz Man and four independent non-executive Directors, namely, Mr. Hui Chun Ho Eric, Mr. Sung Wai Tak Herman, Mr. Fung Tak Chung and Dr. Chow Kin San.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for seven days from the date of its publication and on the website of the Company at www.ecinfohk.com.