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## **TYSAN HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 687)**

### **INSIDE INFORMATION AND RESUMPTION OF TRADING**

This announcement is made by Tysan Holdings Limited (the “**Company**”) pursuant to the Inside Information Provisions under Part XIVA of the SFO and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the announcements issued by the Company dated 28 February 2013 and today in relation to the Trading Halt (the “**Announcements**”). Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Announcements.

#### **INSIDE INFORMATION**

In the evening of Monday 22 April 2013, one of the directors of the Company, Mr. David Chien, issued legal proceedings by way of an originating summons in which he named the Company as the respondent and applies for orders or relief pursuant to Section 168BC of the Companies Ordinance from the High Court of Hong Kong to grant permission to Mr. David Chien to bring a derivative action on behalf of the Company against all of the directors of the Company (other than Mr. Li Kit Chee), Fortunate Pool Limited and/or such other persons against whom the said proceedings ought to be brought under section 168BC(1) of the Companies Ordinance, together with costs of such legal proceedings to be indemnified and paid by the Company. It is the Company’s understanding that Mr. David Chien makes such application on the grounds that, among other things, that there are very strong indications that the Sale and Purchase Agreements and the Proposed Disposal, details of which have already

been announced in the Company's earlier Announcements, were brought about by conduct which amounts to breaches of fiduciary duties and/or duties of care and skill by the directors concerned (other than Mr. Li Kit Chee), and that the Company has not itself brought any proceedings in respect of such matters and concerns.

The Company is currently seeking legal advice in relation to the said legal proceedings.

Subject to the Court's adjudication of the said application by Mr. David Chien and any order it may grant, the Company continues to function through its board of directors of the Company as a whole.

Further announcements will be made as and when appropriate.

### **RESUMPTION OF TRADING**

The Company has requested that trading in the shares of the Company on the Stock Exchange be halted from 10:01 a.m. on 23 April 2013 pending the release of this announcement. Application has been made to the Stock Exchange for the resumption of trading in the shares of the Company with effect from 9:00 a.m. on Wednesday, 24 April 2013.

By order of the Board  
**Tysan Holdings Limited**  
**Wong Suk Han, Kitty**  
*Company Secretary*

Hong Kong, 23 April 2013

*As at the date of this announcement, the executive Directors of the Company are Mr. Francis Cheung; Mr. Fung Chiu Chak, Victor; Mr. David Chien; Miss Jennifer Kwok; Mr. Chiu Chin Hung; Mr. Wong Kay; Mr. Lau Kin Fai and Mr. Cheung Harvey Jackel; and the independent non-executive Directors of the Company are Mr. Fan Chor Ho, Paul; Mr. Tse Man Bun, Mr. Lung Chee Ming, George and Mr. Li Kit Chee.*

*Company website: [www.tysan.com](http://www.tysan.com)*