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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)

PROPOSED CHANGE OF AUDITOR

This announcement is made by Carpenter Tan Holdings Limited (the “**Company**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of directors (the “**Board**”) of the Company announces that CCIF CPA Limited (“**CCIF**”), the Company’s auditor for the financial year ended 31 December 2012, will retire as auditor of the Company and will not seek re-appointment, upon expiration of its current term of office at the conclusion of the forthcoming annual general meeting of the Company to be held on Thursday, 23 May 2013 (the “**AGM**”).

CCIF merged with PCP CPA Limited to form Crowe Horwath (HK) CPA Limited (“**Crowe Horwath (HK)**”) which gradually takes up the business of its two predecessor firms. Crowe Horwath (HK) is a member firm in Hong Kong for Crowe Horwath International which is one of the top 10 global network of independent accounting and advisory service firms.

The Board considers that it is in the best interests of the Company and its shareholders (the “**Shareholders**”) as a whole if the auditor is able to continue to serve the Company under the more internationally renowned name of Crowe Horwath (HK).

On 11 April 2013, the Board, with the recommendation of the audit committee of the Company, resolved to propose the appointment of Crowe Horwath (HK) as new auditors of the Company to fill the vacancy arising from the retirement of CCIF subject to the approval by the Shareholders. An ordinary resolution for such appointment will be proposed at the AGM.

On 8 April 2013, the Board received a letter from CCIF confirming that there are no matters in connection with its retirement that need to be brought to the attention of the holders of securities of the Company. The Board also confirmed that there is no disagreement between CCIF and the Company and there are no circumstances in respect of the proposed change of auditor that need to be brought to the attention of the Shareholders or creditors of the Company.

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

Hong Kong, 11 April 2013

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 Mr. Tan Cao and Mr. Liu Chang; and three independent non-executive Directors, namely Madam Du Xin Li, Mr. Yu Ming Yang and Mr. Chau Kam Wing, Donald.

* For identification purpose only