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STRYKER CORPORATION (incorporated in Michigan, United States of America)



STRYKER INTERNATIONAL ACQUISITIONS B.V. *(incorporated in the Netherlands)*



TRAUSON HOLDINGS COMPANY LIMITED

創生控股有限公司 (incorporated in the Cayman Islands with limited liability)

(Stock Code: 325)

VOLUNTARY CONDITIONAL CASH OFFER FOR TRAUSON HOLDINGS COMPANY LIMITED

(1) APPOINTMENT AND RESIGNATION OF DIRECTORS

 (2) CHANGE OF AUTHORIZED REPRESENTATIVE AND
(3) CHANGE OF MEMBERS OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

Exclusive Financial Adviser to the Offeror Group

Exclusive Financial Adviser to Trauson





RESIGNATION OF DIRECTORS

The Trauson Board announces that upon the Offers became unconditional in all respects on March 1, 2013, Mr. Qian, an executive director of Trauson, Ms. Xu and Mr. Wang Chong Guang Charles, both non-executive directors of Trauson, have resigned from their office to pursue other business opportunities, with effect from March 1, 2013, being the earliest time permitted under the Takeovers Code for the Retiring Trauson Directors to resign.

APPOINTMENT OF DIRECTORS

The Trauson Board announces that, with effect from March 1, 2013, (i) Mr. Ramesh Subrahmanian has been appointed as an executive director and the chairman of Trauson; (ii) Mr. Aiguo Wang has been appointed as an executive director and the chief executive officer of Trauson; (iii) each of Mr. Vincenzo Rispoli and Mr. Tony McKinney has been appointed as an executive director of Trauson; and (iv) Mr. Paul Gibbeson has been appointed as a non-executive director of Trauson.

CHANGE OF AUTHORIZED REPRESENTATIVE

The Trauson Board announces that Mr. Vincenzo Rispoli has been appointed as the authorized representative of Trauson appointed pursuant to the Listing Rules in place of Mr. Qian with effect from March 1, 2013.

CHANGE OF MEMBER OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

Mr. Paul Gibbeson has been appointed as a member of each of the audit committee, the nomination committee and the remuneration committee of Trauson.

1. INTRODUCTION

Reference is made to (i) the announcement jointly issued by Trauson Holdings Group Limited ("**Trauson**") and Stryker Corporation (the "**Offeror Parent**") dated January 17, 2013 in relation to the voluntary conditional cash offer by Barclays Capital Asia Limited on behalf of the Offeror Parent to acquire all of the outstanding shares in the issued share capital of Trauson and to cancel all of the outstanding share options of Trauson (the "**Offers**"); (ii) the composite document jointly issued by Trauson, Stryker International Acquisitions B.V. (the "**Offeror**") and the Offeror Parent dated February 7, 2013 (the "**Composite Document**"); and (iii) the announcement jointly issued by Trauson, the Offeror and the Offeror Parent dated March 1, 2013 in relation to the Offers becoming unconditional in all respects. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Composite Document.

2. **RESIGNATION OF DIRECTORS**

The Trauson Board announces that upon the Offers became unconditional in all respects on March 1, 2013, Mr. Qian Fu Qing ("**Mr. Qian**"), an executive director of Trauson, Ms. Xu and Mr. Wang Chong Guang Charles, both non-executive directors of Trauson, (collectively, the "**Retiring Trauson Directors**") have resigned from their office to pursue other business opportunities, with effect from March 1, 2013, being the earliest time permitted under the Takeovers Code for the Retiring Trauson Directors to resign.

Mr. Qian has also resigned as the chairman and the chief executive officer of Trauson with effect from March 1, 2013, and has ceased to be a member of each of nomination committee and remuneration committee of Trauson and the authorized representative of Trauson appointed pursuant to the Listing Rules upon his resignation as a Trauson Director becoming effective. Ms. Xu has ceased to be a member of audit committee of Trauson upon her resignation as a Trauson Director becoming effective.

The Retiring Trauson Directors confirmed that they have no disagreement with the Trauson Board and there are no matters in respect of their resignations that need to be brought to the attention of the Trauson Shareholders. The Trauson Board would like to express its gratitude to the Retiring Trauson Directors for their contributions to Trauson during their respective terms of service.

3. APPOINTMENT OF DIRECTORS

The Trauson Board announces that, with effect from March 1, 2013, (i) Mr. Ramesh Subrahmanian has been appointed as an executive director and the chairman of Trauson; (ii) Mr. Aiguo Wang has been appointed as an executive director and the chief executive officer of Trauson; (iii) each of Mr. Vincenzo Rispoli and Mr. Tony McKinney has been appointed as an executive director of Trauson; and (iv) Mr. Paul Gibbeson has been appointed as a non-executive director of Trauson.

The biographies of each of Mr. Ramesh Subrahmanian, Mr. Aiguo Wang, Mr. Tony McKinney, Mr. Vincenzo Rispoli and Mr. Paul Gibbeson (collectively, the "**New Trasuon Directors**") are set out below:

Ramesh Subrahmanian

Mr. Ramesh Subrahmanian, aged 51, is the Group President, International of the Offeror Parent and leads the Offeror Parent's businesses outside the US, including Europe, Japan, Canada and Latin America, Asia Pacific and Eastern Europe, Middle East and Africa. Mr. Subrahmanian is also a director of the Offeror.

Mr. Subrahmanian joined the Offeror Parent after twenty-three years in the pharmaceutical industry where he held a number of senior level leadership roles at Merck & Co, Inc, Sanofi-Aventis and Hoechst Marion Roussel Ltd., most recently as senior vice president & president, Asia Pacific for Merck & Co. Inc.

Mr. Subrahmanian holds a professional certification from the Institute of Chartered Accountants in England & Wales, as well as a degree from the City of London Polytechnic in Finance and Accounting and a bachelors of Commerce, Economics, Financial Management and Accounting from the University of Bombay in India. Mr. Subrahmanian is fluent in German and English, as well as several Indian languages.

Aiguo Wang

Mr. Aiguo Wang, aged 49, is the General Manager of the business of Trauson Group. Prior to such appointment, Mr. Wang served as the Vice President, Advanced Technology at the Offeror Parent where he oversaw the development of the new platform technologies supporting the reconstructive businesses of the Offeror Parent's business in orthopaedics (hip, knee, upper extremity, and specialty). Mr. Wang has authored 121 publications, holds nine patents in the United States and has been presented with three Best Invention Awards by the Offeror Parent.

Mr. Wang holds the position of Visiting Professor at Shanghai Jiaotong University, Shanghai, China, Xi'An Jiaotong University, Xi'An, China and China University of Mining and Technology, Xuzhou, China. As a world renowned expert in tribology and wear, Mr. Wang has recently completed a term as the president of the "International Conference on Wear of Materials (2003 – 2005)".

Tony Michael McKinney

Mr. Tony McKinney, aged 43, is the Vice President, Chief Accounting Officer for the Offeror Parent. In this role, Mr. McKinney holds responsibility for the accounting, financial reporting and tax functions for the Offeror Group. Mr. McKinney is also a director of the Offeror.

Mr. McKinney joined the Offeror Parent in 1995 as a Senior Accountant and he earned successive promotions to Corporate Accounting Manager in 1997 and to Assistant Corporate Controller in 2000. In 2002, Mr. McKinney was promoted to Director, Finance for the Japan Division of the Offeror Parent, based in Tokyo. In 2004, Mr. McKinney was promoted to Group Controller of the Offeror Parent and eventually Vice President, Finance for the International Group of the Offeror Parent.

A graduate of Western Michigan University, Mr. McKinney holds a BBA in Accountancy and is also a Certified Public Accountant. Prior to joining the Offeror Parent, Mr. McKinney worked for Ernst & Young, LLP as an Audit Senior Accountant.

Vincenzo Rispoli

Vincenzo Rispoli, aged 48, holds the position of Vice President, Chief Financial Officer for the Asia Pacific businesses of the Offeror Parent.

Mr. Rispoli joined the Offeror Parent in 2000. In his role, Mr. Rispoli oversees the finance and accounting functions for the Asia Pacific business of the Offeror Parent.

Prior to joining the Offeror Parent, Mr. Rispoli worked for Ernst & Young and NCR where his international experience took him to the United Kingdom, France and Switzerland. Mr. Rispoli earned his Degree in Business Administration and Professional Qualification in Accounting in Milan, Italy.

Paul Leslie Gibbeson

Mr. Paul Gibbeson. aged 61, is the Chief Legal Counsel, overseeing the Asia-Pacific business of the Offeror Parent.

Mr. Gibbeson has served as an Assistant Counsel at the Offeror Parent with responsibility for the Pacific operations of the Offeror Parent since 2003. As an experienced attorney, Mr. Gibbeson provides legal counseling and support across a large and diverse geographic area for the Offeror Parent. Mr. Gibbeson has responsibility for all legal issues in the Asia-Pacific business of the Offeror Parent as well as the Japanese businesses of the Offeror Parent.

Prior to joining the Offeror Parent, Mr. Gibbeson was the general counsel and corporate secretary of a large bank, a partner in a commercial law firm, and an inhouse counsel at several businesses, all in Sydney, Australia.

Mr. Gibbeson holds Bachelors of Arts and Laws degrees from the University of Sydney, is a Notary Public and a Fellow of Chartered Secretaries of Australia.

The New Trauson Directors did not enter into service contracts with Trauson. There is no fixed period of service for each of the New Trauson Directors but each of the respective directorships is subject to retirement and re-election at the next annual general meeting of Trauson under the articles of association of Trauson. The annual emoluments of the New Trauson Directors are yet to be determined. The remuneration of the New Trauson Directors will be determined by the remuneration committee of Trauson and the Trauson Board by reference to their respective duties and responsibilities to Trauson.

Save as disclosed above, as at the date of this announcement, (i) each of the New Trauson Directors did not have any relationship with any directors, senior management or substantial or controlling shareholders of Trasuon and has not held any other positions with Trauson and other members of the Trauson Group; (ii) each of the New Trauson Directors did not hold any directorship in the past three years before the date of this announcement in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) each of the New Trauson Directors did not have any interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance; (iv) there were no other matters that are required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules; and (v) there were no other matters in relation to the appointments of the New Trauson Directors that need to be brought to the attention of the Trauson Shareholders.

4. CHANGE OF AUTHORIZED REPRESENTATIVE

The Trauson Board announces that Mr. Vincenzo Rispoli has been appointed as the authorized representative of Trauson appointed pursuant to the Listing Rules in place of Mr. Qian with effect from March 1, 2013.

5. CHANGE OF MEMBERS OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITEE

Mr. Paul Gibbeson has been appointed as a member of each of the audit committee, the nomination committee and the remuneration committee of Trauson.

By order of the board of directors of Stryker Corporation Kevin A. Lobo President & Chief Executive Officer By order of the board of directors of Trauson Holdings Company Limited Ramesh Subrahmanian Chairman

By order of the board of directors of Stryker International Acquisitions B.V. Ramesh Subrahmanian Director

Hong Kong, March 4, 2013

The Offeror Parent Directors and the Offeror Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to Trauson Group, Luna, Mr. Qian and Ms. Xu) and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Trauson Group, Luna, Mr. Qian and Ms. Xu) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

The Trauson Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Offeror Parent, the Offeror and the Concert Parties and Barclays) and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Offeror Parent, the Offeror and the Concert Parties and Barclays) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

As at the date of this announcement, the board of directors of the Offeror Parent comprises William U. Parfet, Howard E. Cox, Jr, Srikant M. Datar, Ph.D., Dr. Roch Doliveux, Louise L. Francesconi, Allan C. Golston, Howard L. Lance, Kevin A. Lobo and Ronda E. Stryker.

As at the date of this announcement, the directors of the Offeror are Martinus Gerardus Maria Haast, Ramesh Subrahmanian, Tony Michael McKinney and Jan Willem Wolters.

As at the date of this announcement, the board of directors of Trauson comprises Mr. Ramesh Subrahmanian, Mr. Aiguo Wang, Mr. Tony Michael McKinney, Mr. Vincenzo Rispoli and Mr. Cai Yong as executive directors, Mr. Paul Leslie Gibbeson as a nonexecutive director, and Mr. Chan Yuk Tong, Dr. Lu Bing Heng and Mr. Zhao Zi Lin as independent non-executive directors.

The English text of this joint announcement shall prevail over its Chinese text.