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# TRAUSON HOLDINGS COMPANY LIMITED

# 創生控股有限公司

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 325)

#### PROPOSED WITHDRAWAL OF LISTING OF SHARES OF TRAUSON

The Offeror had on June 7, 2013 despatched the Compulsory Acquisition Notices to the Trauson Shareholders of the Outstanding Shares who had not accepted the Share Offer by 4:00 p.m. on June 6, 2013. Unless the Grand Court thinks fit to order otherwise (upon an application made by a Dissenting Shareholder within one month from June 7, 2013, being the date on which the Compulsory Acquisition Notices were given), once the Compulsory Acquisition Notices are despatched, the Offeror will be entitled and bound to acquire all the Outstanding Shares on the same terms as the Share Offer on or around July 6, 2013. A further announcement will be made upon completion of the compulsory acquisition of all the Outstanding Shares.

The Stock Exchange has approved the application for the withdrawal of listing of the Shares on the Stock Exchange. The Company expects the withdrawal of listing will take place with effect from 9:00 a.m. on July 15, 2013, subject to and following the completion of the compulsory acquisition.

### 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; (ii) the Composite Document; (iii) the announcement jointly issued by Trauson, Stryker International Acquisitions B.V. (the "Offeror") and the Offeror Parent dated March 1, 2013; (iv) the announcement jointly issued by Trauson, the Offeror and the Offeror Parent dated March 4, 2013; (v) the announcement issued by Trauson dated March 28, 2013 relating to, amongst others, the postponement in publication of announcement of annual results and despatch of annual report for the year ended December 31, 2012; and (vi) the announcement jointly issued by Trauson, the Offeror and the Offeror Parent in relation to, amongst others, the close of the Offers and the despatch of the Compulsory Acquisition Notices (the "Closing Announcement"). Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Composite Document and the Closing Announcement.

## 2. COMPULSORY ACQUISITION

As mentioned in the Closing Announcement, the Offeror had on June 7, 2013 despatched the Compulsory Acquisition Notices, each accompanied by a form of request for payment of consideration, to the Trauson Shareholders of the Outstanding Shares who had not accepted the Share Offer by 4:00 p.m. on June 6, 2013 ("Dissenting Shareholders"). Unless the Grand Court thinks fit to order otherwise (upon an application made by a Dissenting Shareholder within one month from June 7, 2013, being the date on which the Compulsory Acquisition Notices were given), once the Compulsory Acquisition Notices are despatched, the Offeror will be entitled and bound to acquire all the Outstanding Shares on the same terms as the Share Offer on or around July 8, 2013 (July 7, 2013 is a Sunday). A further announcement will be made upon completion of the compulsory acquisition of all the Outstanding Shares.

Trauson Shareholders whose names appear on the register of Trauson on the Record Date and whose Outstanding Shares are acquired by compulsory acquisition should note that they will not receive their consideration for the Outstanding Shares until the Completion Date (assuming no Trauson Shareholder holding Outstanding Shares has made an application to the Grand Court). If the Trauson Shareholders do not complete and return the form of request for payment of consideration (as mentioned above) by July 5, 2013, there will be a delay in the payment of the Consideration as the Offeror will then be required to pay the Consideration to Trauson rather than directly to the relevant Trauson Shareholders. Under the Cayman Islands Companies Law, Trauson is required to pay the Consideration into a separate bank account and hold it on trust for the Trauson Shareholders. The Consideration will be held in the account until the earlier of: (i) a claim being made and the relevant share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or satisfactory indemnity or indemnities required in respect thereof) being

provided to the satisfaction of Trauson, and (ii) the expiry of six years from the Completion Date.

Trauson Shareholders who are in doubt as to what action to take should consult a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser. If they are in doubt as to their rights and obligations under the provisions of the Cayman Islands Companies Law in respect of the compulsory acquisition of the Outstanding Shares, they should consult a solicitor or other professional adviser qualified to advise on matter of Cayman Islands law.

#### 3. PROPOSED WITHDRAWAL OF LISTING OF THE COMPANY

Trading in Trauson Shares on the Stock Exchange has been suspended from 9:00 a.m. on March 4, 2013 and will remain suspended up to the withdrawal of listing of the Shares from the Stock Exchange pursuant to Rule 6.15(1) of the Listing Rules. The last day of trading in the Shares on the Stock Exchange was March 1, 2013.

The Stock Exchange has approved the application for the withdrawal of listing of the Shares on the Stock Exchange. The Company expects the withdrawal of listing will take place with effect from 9:00 a.m. on July 15, 2013, subject to and following the completion of the compulsory acquisition.

By order of the board of directors of 
Trauson Holdings Company Limited 
Ramesh Subrahmanian 
Chairman

Hong Kong, June 26, 2013

The Trauson Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement 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 Trauson comprises Mr. Ramesh Subrahmanian, Mr. Aiguo Wang, Mr. Tony McKinney, Mr. Vincenzo Rispoli and Mr. Cai Yong as executive directors, Mr. Paul Gibbeson as a non-executive 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 announcement shall prevail over its Chinese text.