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Armitage Technologies Holding Limited
(萬達資訊科技控股有限公司)*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8213)

**ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE CODE ON
TAKEOVERS AND MERGERS**

This announcement is made pursuant to Rule 3.7 of the Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the announcements of the Company dated 6 November 2009 (the “**Announcement**”) and 18 November 2009 regarding, among other things, a possible change in control of the Company and the Takeovers Code's requirement for the Potential Investor to make a mandatory offer for all the issued Shares of the Company if the proposed disposal of Shares is materialised. Capitalized terms used herein should have the same meanings as those defined in the aforesaid announcements, unless the context requires otherwise.

The Board has made enquiry of Mr. Lee as to whether there has been any material development regarding the proposed disposal of Shares held by him and parties acting in concert with him to the Potential Investor since the date of the Announcement. The Board has been advised by Mr. Lee that such negotiations with the Potential Investor are still on-going and as of the day of this announcement, no agreements have been reached.

Further announcement(s) will be made to inform the Shareholders and the potential investors about progress of the negotiations when appropriate.

There is no assurance that any of the transactions mentioned in the Announcement will materialize or eventually be consummated. The acquisition of Shares by the Potential Investor may or may not materialize. Shareholders and prospective investors are advised to exercise caution when dealing in the Shares.

By order of the Board of
Armitage Technologies Holding Limited
Lee Shun Hon, Felix
Executive Director

Hong Kong, 4 December 2009

As at the date of this announcement, the Company's executive directors are Mr. Lee Shun Hon, Felix, Ms. Jim Sui Fun and Mr. Lee Wai Yip, Alvin; the non-executive director is Dr. Liao, York; the independent non-executive directors are Mr. Anthony Francis Martin Conway, Mr. Chan Hang and Mr. Li Pak Ki.

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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

All Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, 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 statement contained in this announcement misleading.