

ARMARDA GROUP LIMITED
(the “Company”)

(Incorporated in Bermuda on 13 August 2003)
(Registration No.: 34050)

UPDATE ON THE PROPOSED ACQUISITION OF GUIYANG ZHONGDIAN GAOXIN DIGITAL TECHNOLOGIES LIMITED (“GUIYANG TECH”)

Further to the announcement dated 15 October 2014 in relation to the Letter of Intent for the proposed acquisition of Guiyang Tech (“**Proposed Acquisition**”), the Board of Directors (the “**Board**”) of Armarda Group Limited (“**Armarda**” or the “**Company**” together with its subsidiaries, the “**Group**”) wishes to provide an update on the latest development of the Proposed Acquisition.

The Company is entering into next stage of discussion, negotiation as well as detailed review with the vendors of Guiyang Tech for the Proposed Acquisition. As at the date of this announcement, no definitive sales and purchase agreement has been executed and the terms and conditions for the Proposed Acquisition (including but not limited to purchase consideration, number of Guiyang Tech shares to be acquired, terms of payment and Guiyang Tech board composition after successful acquisition) are currently being negotiated and that no definitive terms has been agreed.

The Company will make further announcements, in compliance with requirements of Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited Section B: Rules of Catalist (“**Catalist Rules**”) where applicable.

The Company undertakes that it will comply with requirements of Chapter 10 of the Catalist Rules including but not limited to seeking Shareholders’ approval for the Proposed Acquisition (where applicable).

Cautionary Statement

Shareholders should note that the Proposed Acquisition is subject to execution of definitive sales and purchase agreement with terms and conditions to be agreed by the Company and the vendors. Shareholders are advised to exercise caution in trading their shares as there is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will materialize or whether the Proposed Acquisition, if materialize, will result in Guiyang Tech becoming the wholly-owned subsidiary of the Company. Shareholders should also note that the terms and conditions for the Proposed Acquisition (including but not limited to purchase consideration, number of Guiyang Tech shares to be acquired, and terms of payment) are currently being negotiated and that no definitive terms has been agreed upon and that it is not certain that parties to the transaction will agree on mutually acceptable terms and conditions. Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Luk Chung Po, Terence
Executive Director

23 January 2015

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor (the "**Sponsor**"), Asian Corporate Advisors Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**Exchange**"). The Sponsor has not independently verified the contents of this announcement including the correctness of any of the figures used, statements or opinions made.*

This announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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