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AMS PUBLIC TRANSPORT HOLDINGS LIMITED

進智公共交通控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 77)

VOLUNTARY ANNOUNCEMENT

This announcement is made by AMS Public Transport Holdings Limited (“**Company**”) on a voluntary basis.

The board of directors (“**Board**”) of the Company has been informed that on 28 August 2012, Mr. Wong Man Kit (“**Mr. Wong**”), the Chairman of the Board and an executive director of the Company, acquired 1,275,000 ordinary shares in the Company, representing approximately 0.48% of the entire issued share capital of the Company as at the date hereof, from Mr. Chan Man Chun (“**Mr. Chan**”), the Chief Executive Officer and an executive director of the Company, at an aggregate price of HK\$2,233,800 (i.e. HK\$1.752 per share) (“**Share Transfer**”).

Immediately after completion of the Share Transfer, for the purposes of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong):

- (i) the shareholding interest of Mr. Wong in the Company increased from approximately 63.56% to 64.04%, and that of Ms. Ng Sui Chun (being the spouse of Mr. Wong as well as an executive director of the Company) also increased from approximately 63.56% to 64.04% accordingly; and
- (ii) the shareholding interest of Mr. Chan in the Company decreased from approximately 1.57% to 1.09%.

In connection with the Share Transfer, to the best knowledge and belief of the directors of the Company, the relevant requirements stipulated under the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as adopted by the Company had been complied with.

Subsequent to the Share Transfer, Mr. Chan remains as the Chief Executive Officer and an executive director of the Company and will continue to be responsible for the overall business operations of the Company and its subsidiaries.

By Order of the Board
Wong Man Kit
Chairman

Hong Kong, 28 August 2012

Members of the Board as at the date of this announcement are as follows:

Executive Directors

Mr. Wong Man Kit (Chairman)

Ms. Ng Sui Chun

Mr. Wong Ling Sun, Vincent

Mr. Chan Man Chun

Ms. Wong Wai Sum, May

Independent Non-executive Directors

Dr. Lee Peng Fei, Allen

Dr. Chan Yuen Tak Fai, Dorothy

Mr. Kwong Ki Chi