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Louis XIII Holdings Limited

路易十三集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 577)

**COMPLETION OF THE PLACING OF NEW SHARES
UNDER GENERAL MANDATE
AND
ADJUSTMENTS TO THE CONVERSION PRICE OF
THE EXISTING CONVERTIBLE BONDS**

Reference is made to the announcement of Louis XIII Holdings Limited (the “**Company**”) dated 8 November 2013 (the “**Announcement**”) in relation to, inter alia, the General Mandate Placing, the Specific Mandate Placing and the CB Subscription. Terms used in this announcement have the same meanings as those defined in the Announcement.

COMPLETION OF GENERAL MANDATE PLACING

The Board is pleased to announce that the General Mandate Placing was completed on 15 November 2013 in accordance with the terms and conditions of the Placing Agreement. 72,070,500 General Mandate Placing Shares have been successfully placed at a price of HK\$8.23 per Share pursuant to the Placing Agreement. The aggregate gross and net proceeds from the General Mandate Placing are approximately HK\$593.14 million and approximately HK\$570 million, respectively.

ADJUSTMENTS TO THE CONVERSION PRICE OF THE EXISTING CBs

Pursuant to the terms and conditions of the Existing CBs, adjustments to the conversion price of the Existing CBs is required as a result of the Placing and the CB Subscription:

- (i) with effect from 15 November 2013, the conversion price of the Existing CBs in the principal amount of HK\$1,163.3 million has been adjusted from HK\$6.80 per Share to HK\$6.65 per Share, and the total number of Shares issuable under the Existing CBs upon fully conversion is 174,932,330 Shares; and
- (ii) Upon completion of the Specific Mandate Placing and the CB Subscription, the conversion price of the Existing CBs will be further adjusted to HK\$6.55 per Share (assuming no other Shares are issued or repurchased by the Company from the date of this announcement until the completion of the Specific Mandate Placing and the CB Subscription), and the total number of Shares issuable under the Existing CBs upon fully conversion will be 177,603,053 Shares. Further announcement will be made by the Company when this adjustment becomes effective.

The Company has appointed an independent financial adviser to certify the above adjustments in writing.

By Order of the Board of
Louis XIII Holdings Limited
Mui Ching Hung, Joanna
Company Secretary

Hong Kong, 15 November 2013

As at the date of this announcement, the directors of the Company are:

Mr Stephen Hung	:	Joint Chairman (Executive Director)
Mr Peter Lee Coker Jr.	:	Joint Chairman (Executive Director)
Mr Lau Ko Yuen, Tom	:	Deputy Chairman (Executive Director)
Mr Walter Craig Power	:	Executive Director & Chief Executive Officer
Ir James Chiu, <i>OBE, JP</i>	:	Independent Non-Executive Director
Professor Lee Chack Fan, <i>GBS, SBS, JP</i>	:	Independent Non-Executive Director
Mr Iain Ferguson Bruce	:	Independent Non-Executive Director
Mr Francis Goutenmacher	:	Independent Non-Executive Director

* *For identification purpose only*