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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)

**(1) COMPLETION OF THE PLACING OF NEW SHARES
UNDER SPECIFIC MANDATE
(2) COMPLETION OF THE SUBSCRIPTION OF
CONVERTIBLE BONDS UNDER SPECIFIC MANDATE
AND
(3) ADJUSTMENTS TO THE CONVERSION PRICE OF
THE EXISTING CONVERTIBLE BONDS**

Reference are made to the announcements of Louis XIII Holdings Limited (the “**Company**”) dated 8 November 2013 and 15 November 2013 and the circular of the Company dated 26 November 2013 (the “**Circular**”) in relation to, inter alia, the Specific Mandate Placing and the CB Subscription. Terms used in this announcement have the same meanings as those defined in the Circular.

COMPLETION OF SPECIFIC MANDATE PLACING AND CB SUBSCRIPTION

The Board is pleased to announce that the Specific Mandate Placing was completed on 16 December 2013 in accordance with the terms and conditions of the Placing Agreement. 17,172,000 Specific 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 Specific Mandate Placing are approximately HK\$141.33 million and approximately HK\$135 million, respectively.

The Board is also pleased to announce that the CB Subscription was completed on 16 December 2013 in accordance with the terms and conditions of the CB Subscription Agreement. Convertible Bonds with a principal amount of HK\$299,942,350 have been issued to the CB Subscriber pursuant to the CB Subscription Agreement. The maximum number of Shares issuable under the Convertible Bonds upon full conversion at the initial conversion price of HK\$8.23 is 36,445,000 Shares. The aggregate gross and net proceeds from the CB Subscription are approximately HK\$299.94 million and approximately HK\$286 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 are required as a result of the Placing and the CB Subscription.

With effect from 16 December 2013, the conversion price of the Existing CBs in the principal amount of HK\$1,163.3 million has been adjusted from HK\$6.65 per Share to HK\$6.55 per Share, and the total number of Shares issuable under the Existing CBs upon full conversion will be 177,603,053 Shares.

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, 16 December 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*