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**HONG KONG JEWELLERY HOLDING LIMITED**  
**香港珠寶控股有限公司**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 8048)**

**COMPLETION OF  
PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



The Board is pleased to announce that the condition of the Placing has been fulfilled and the completion of the placing of 173,410,000 Placing Shares took place on 3 April 2013. An aggregate of 173,410,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of the Company dated 18 March 2013 in relation to the placing of up to a maximum of 203,000,000 Placing Shares (the “**Announcement**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

**COMPLETION OF THE PLACING**

The Board announces that the condition of the Placing has been fulfilled and the completion of the placing of 173,410,000 Placing Shares took place on 3 April 2013. An aggregate of 173,410,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.34 per Placing Share. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, (i) the Placees and their ultimate beneficial owners (if any) are third parties independent of the Group and connected persons of the Group (as defined in the GEM Listing Rules); and (ii) none of the Placees and their respective associates became a substantial

shareholder (as defined under the GEM Listing Rules) of the Company upon completion of the placing of 173,410,000 Placing Shares. No further Placing Shares will be placed by the Placing Agent under the Placing.

The net proceeds from the placing of 173,410,000 Placing Shares amounted to approximately HK\$58,224,000 in aggregate, representing approximately HK\$0.34 per Placing Share, will be used for general working capital of the Group.

## SHAREHOLDING STRUCTURE OF THE COMPANY

The 173,410,000 Placing Shares represent (i) approximately 17.08% of the issued share capital of the Company immediately before completion of the Placing; (ii) approximately 14.59% of the entire issued share capital of the Company as enlarged by the Placing; and (iii) approximately 85.42% of the maximum of 203,000,000 Placing Shares available for subscription under the Placing.

Set out below is the shareholding structure of the Company (i) immediately before completion of the placing of 173,410,000 Placing Shares; and (ii) upon completion of the placing of 173,410,000 Placing Shares:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Sino Eminent Limited	571,820,133	56.33%*	571,820,133	48.12%*
Ms. Li Xia	571,820,133	56.33%*	571,820,133	48.12%*
Cheung Kong (Holdings) Limited	143,233,151	14.11%#	143,233,151	12.05%#
Li Ka-Shing Unity Trustee Corporation Limited	143,233,151	14.11%#	143,233,151	12.05%#
Li Ka-Shing Unity Trustee Company Limited	143,233,151	14.11%#	143,233,151	12.05%#
Li Ka-Shing Unity Trustcorp Limited	143,233,151	14.11%#	143,233,151	12.05%#
Mr. Li Ka-shing	143,233,151	14.11%#	143,233,151	12.05%#
<i>Sub-total</i>	715,053,284	70.44%	715,053,284	60.17%
The Placees	0	0%	173,410,000	14.59%
Public Shareholders	299,996,716	29.56%	299,996,716	25.24%
Total	<u>1,015,050,000</u>	<u>100%</u>	<u>1,188,460,000</u>	<u>100%</u>

\* Sino Eminent Limited is held as to 53% by Ms. Li Xia through Ocean Expert Investments Limited, 27% by Mr. Lin Di through Confluence Holdings Limited and 20% by Mr. Chen Yin through Flourish Zone Limited. Accordingly, Ms. Li Xia is deemed to be interested in the 571,820,133 Shares interested by Sino Eminent Limited. Each of Ocean Expert Investments Limited, Confluence Holdings Limited and Flourish Zone Limited is a limited liability company incorporated in the British Virgin Islands.

# Mr. Li Ka-shing is the settlor of each of The Li Ka-Shing Unity Discretionary Trust (“DT1”) and another discretionary trust (“DT2”). Each of Li Ka-Shing Unity Trustee Corporation Limited (“TDT1”, which is the trustee of DT1) and Li Ka-Shing Unity Trustcorp Limited (“TDT2”, which is the trustee of DT2) holds units in The Li Ka-Shing Unity Trust (“UT1”) but is not entitled to any interest or share in any particular property comprising the trust assets of the said unit trust. The discretionary beneficiaries of each of DT1 and DT2 are, inter alia, Mr. Li Tzar Kuoi, Victor, his wife and children and Mr. Li Tzar Kai, Richard. Li Ka-Shing Unity Trustee Company Limited (“TUT1”) as trustee of UT1 together with certain companies which TUT1 as trustee of UT1 is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings hold more than one-third of the issued share capital of Cheung Kong (Holdings) Limited (“CKH”).

The entire issued share capital of each of TUT1, TDT1 and TDT2 are owned by Li Ka-Shing Unity Holdings Limited (“Unity Holdco”). Mr. Li Ka-shing and Mr. Li Tzar Kuoi, Victor are respectively interested in one-third and two-third of the entire issued share capital of Unity Holdco. TUT1 is only interested in the shares of CKH by reason only of its obligation and power to hold interests in those shares in its ordinary course of business as trustee and, when performing its functions as trustee, exercises its power to hold interests in the shares of CKH independently without any reference to Unity Holdco or any of Mr. Li Ka-shing and Mr. Li Tzar Kuoi, Victor as a holder of the shares of Unity Holdco as aforesaid.

Mr. Li Ka-shing may be regarded as a founder of each of DT1 and DT2 for the purpose of the Securities and Futures Ordinance.

By the order of the Board  
**Hong Kong Jewellery Holding Limited**  
**Li Xia**  
*Chairman and Executive Director*

Hong Kong, 3 April 2013

*As at the date of this announcement, the Board comprises Ms. Li Xia as chairman and executive Director, Mr. Lin Di, Mr. Chen Yin, Mr. Yip Tin Hung and Mrs. Zee Chan Mei Chu, Peggy as executive Directors, Mr. Lam Tin Faat, Ms. Lu Haina and Mr. Fu Ping Man as independent non-executive Directors.*

*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 the information contained in this announcement*

*is accurate and complete in all material aspects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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