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**JF Household Furnishings Limited**  
**捷豐家居用品有限公司**

*(incorporated in the Cayman Islands with limited liability)*

(Main Board stock code: 776)

(GEM Stock code: 8310)

**TRANSFER OF LISTING**  
**FROM THE GROWTH ENTERPRISE MARKET OF**  
**THE STOCK EXCHANGE OF HONG KONG LIMITED**  
**TO THE MAIN BOARD OF**  
**THE STOCK EXCHANGE OF HONG KONG LIMITED**

Reference is made to the announcement of the Company dated 1 August 2008, in which the Board announced that an application for the Proposed Transfer pursuant to Chapter 9A of the Main Board Listing Rules had been submitted to the Stock Exchange on 1 August 2008.

All pre-conditions as prescribed under Rule 9A.02 of the Main Board Listing Rules for the Proposed Transfer have, insofar as applicable, been fulfilled in relation to the Company and the Shares.

On 28 August 2008, the Company had received in-principle approval from the Listing Committee for the Proposed Transfer in relation to the listing of, and permission to deal in, (i) the 173,340,000 Shares in issue; (ii) the 14,820,000 Shares which may be issued upon the exercise of the outstanding options which were granted under the Pre-GEM Listing Share Option Scheme; and (iii) the 16,800,000 Shares which may be issued upon the grant and exercise of any options under the GEM Share Option Scheme.

It is expected that the last day of dealings in the Shares on GEM will be 9 September 2008, and dealings of the Shares on Main Board will commence at 9:30 a.m. on 10 September 2008.

**INTRODUCTION**

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The expected timetable for the Proposed Transfer is set out below:

Latest time of dealings in the Shares on GEM ..... 4:10 p.m., 9 September 2008 (Tuesday)

Termination of dealings of the Shares on GEM

effective from ..... 9:30 a.m., 10 September 2008 (Wednesday)

Dealings in the Shares on the Main Board

commence at ..... 9:30 a.m., 10 September 2008 (Wednesday)

*Notes:*

1. All times and dates refer to Hong Kong local times and dates.
2. Shareholders will be informed by public announcement of any changes in the expected timetable.

The Proposed Transfer will have no effect on the existing share certificates in respect of the Shares which will continue to be good evidence of legal title of the Shares and will not involve any transfer or exchange of the existing share certificates. No change will be made to the board lot size (being 5,000 Shares), the trading currency of the Shares (being Hong Kong dollars) and the Hong Kong branch share registrar of the Company (being Tricor Investor Services Limited) in connection with the Proposed Transfer. The last day of dealings in the Shares on GEM (Stock code: 8310) will be 9 September 2008. Dealings in the Shares on the Main Board (Stock code: 776) in board lots of 5,000 Shares are expected to commence at 9:30 a.m. on 10 September 2008.

## **REASONS FOR THE PROPOSED TRANSFER**

The Group is principally engaged in the manufacture and sale of (i) furnishings and home products and accessories primarily used in kitchens and bathrooms with stainless steel as raw materials, and (ii) wooden panel furniture. The Company has been listed on GEM since 13 October 2005. The Board believes that the Proposed Transfer will, on the one hand enhance the profile of the Group and, on the other hand increase the trading liquidity of the Shares by attracting institutional and retail investors. The Board considers that the Proposed Transfer will be beneficial to the future growth, financial flexibility and business development of the Group.

The Proposed Transfer will not involve issue of any new Shares by the Company.

## **SHARE OPTIONS**

As at the date of this announcement, a total of 14,820,000 options granted pursuant to the Pre-GEM Listing Share Option Scheme are still outstanding for the subscription of a total of 14,820,000 Shares.

Save for the above 14,820,000 outstanding share options, no other options had been granted or offered under the Pre-GEM Listing Share Option Scheme and no options had been granted under the GEM Share Option Scheme as at the date of this announcement. Save as disclosed above, no other options, warrants or similar rights or convertible equity securities had been issued by the Company and are remained outstanding as at the date of this announcement.

The Company proposes to seek approval of the shareholders to terminate (“**Termination**”) the GEM Share Option Scheme and adopt (“**Adoption**”) a new share option scheme pursuant to the requirements of Chapter 17 of the Main Board Listing Rules as soon as practicable after the Proposed Transfer. The Directors had confirmed that no further options will be offered or granted under the GEM Share Option Scheme before the Termination. Further announcement in relation to the Termination and Adoption will be made as and when appropriate.

## **COMPETING BUSINESS**

The Directors confirm that none of the controlling shareholders or Directors of the Company has any business, apart from businesses of the Group, which competes or potentially compete, whether directly or indirectly, with the businesses of the Group.

No change in the nature of business of the Group is contemplated by the Directors following the Proposed Transfer.

## **SHARES CONTINUE TO BE ELIGIBLE FOR ADMISSION BY HKSCC**

The Shares have been accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from 13 October 2005, the date on which dealings in the Shares on GEM commenced. Subject to the Listing Committee granting approval of the listing of and permission to deal in, the Shares on the Main Board and the continued compliance with the stock admission requirements of HKSCC, the Shares will continue to be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS once dealings in the Shares on the Main Board commence.

All activities under CCASS are subject to the general rules of CCASS and CCASS operational procedures in effect from time to time.

## **DOCUMENTS AVAILABLE FOR VIEWING**

The following documents will be available for viewing on the website of the Stock Exchange at <http://www.hkgem.com> and on the Company’s website at [www.jffurnishings.com](http://www.jffurnishings.com) on the “Financial Information” page:

- 1) Annual Report 2007 of the Company;
- 2) 1st Quarterly Report 2008 of the Company;
- 3) 2nd Quarterly Report 2008 of the Company;
- 4) Memorandum and Articles of Association of the Company;

- 5) a circular of the Company dated 2 January 2007 with respect to discloseable transaction regarding the acquisition of machineries;
- 6) a circular of the Company dated 30 March 2007 for approving general mandates to issue and repurchase Shares, re-election of directors and notice of annual general meeting;
- 7) a circular of the Company dated 18 April 2007 with respect to discloseable and connected transactions regarding loans to connected persons;
- 8) a circular of the Company dated 28 March 2008 for approving general mandates to issue and repurchase Shares, re-election of directors and notice of annual general meeting;
- 9) a circular of the Company dated 24 June 2008 with respect to a discloseable transaction regarding acquisition of land use rights; and
- 10) the announcements and other corporate communications published by the Company before the date of this announcement as required under the GEM Listing Rules.

## **GENERAL**

The announcement includes particulars given in compliance with the Main Board Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

## **DEFINITIONS**

Unless otherwise specified, the following words and phrases have the following meanings in this announcement:

“Board”	the board of Directors
“Company”	JF Household Furnishings Limited (捷豐家居用品有限公司), a company incorporated in the Cayman Islands with limited liability, the ordinary shares of which are listed on GEM
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“Director(s)”	the director(s) of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM

“GEM Share Option Scheme”	the share option scheme adopted by the then Shareholders on 8 September 2005
“Group”	the Company and its subsidiaries (as defined in the GEM Listing Rules)
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Committee”	the listing sub-committee of the board of directors of the Stock Exchange
“Main Board”	the stock market operated by the Stock Exchange prior to the establishment of GEM (excluding options market) which stock market continues to be operated by the Stock Exchange in parallel with GEM. For the avoidance of doubt, the Main Board excludes GEM.
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Pre-GEM Listing Share Option Scheme”	the share option scheme approved and adopted by the Company on 8 September 2005
“Proposed Transfer”	the proposed transfer of listing of the Shares from GEM to the Main Board pursuant to Chapter 9A of the Main Board Listing Rules
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

By order of the Board  
**JF Household Furnishings Limited**  
**Yan Siu Wai**  
*Chairman*

Hong Kong, 28 August 2008

*As at the date of this announcement, the executive Directors are Messrs Yan Siu Wai, Leung Kwok Yin and Bao Jisheng; the non-executive Director is Messr Kwan Kai Cheong; and the independent non-executive Directors are Messrs Yu Hon Wing Allan, Garry Alides Willinge and Chu Kwok Man.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM 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 respects and not misleading; there are no other matters the omission of which would make any statement in this announcement misleading; and all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcement” page for at least seven days from the date of its posting and on the Company’s website at <http://www.jffurnishings.com>.*