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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company.

The Offer is not related to any of the publicly listed entities in which the privately held Li & Fung (1937) Limited has interests, including Li & Fung Limited (Stock Code: 00494), Trinity Limited (Stock Code: 00891) and Convenience Retail Asia Limited (Stock Code: 00831).



PERFECT LEAD INVESTMENTS LIMITED HANG TEN GROUP HOLDINGS LIMITED

*(a wholly-owned subsidiary of Li & Fung (Retailing) Limited)
(incorporated in the British Virgin Islands with limited liability)*

*(incorporated in Bermuda with limited liability)
(Stock Code: 00448)*

JOINT ANNOUNCEMENT

**DESPATCH OF COMPOSITE DOCUMENT
RELATING TO
VOLUNTARY CONDITIONAL CASH OFFER BY
CITIGROUP GLOBAL MARKETS ASIA LIMITED
ON BEHALF OF
PERFECT LEAD INVESTMENTS LIMITED
TO ACQUIRE ALL THE ISSUED SHARES IN
HANG TEN GROUP HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED
TO BE ACQUIRED BY PERFECT LEAD INVESTMENTS LIMITED
AND PARTIES ACTING IN CONCERT WITH IT)**

**Financial adviser to Perfect Lead Investments Limited
and Li & Fung (Retailing) Limited**



CITIGROUP GLOBAL MARKETS ASIA LIMITED

The Composite Document and the Form of Acceptance have been despatched to the Shareholders on 12 January 2012 in accordance with the Takeovers Code.

The expected timetable in relation to the Offer is set out in this announcement.

Shareholders are strongly advised to read the Composite Document and the Form of Acceptance carefully, including the recommendations from the Independent Board Committee and the advice from the IFA, before deciding whether or not to accept the Offer.

Shareholders and/or potential investors of the Company should note that the completion of the Offer is subject to the Conditions being fulfilled (or waived) and therefore the Offer may or may not become unconditional and may or may not be completed. Accordingly, the issue of this announcement does not imply that the Offer will become unconditional.

Shareholders and/or potential investors of the Company should therefore exercise caution when dealing in the Shares. The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company pursuant to the Takeovers Code.

Reference is made to (i) the announcement dated 19 December 2011 jointly issued by the Offeror and the Company in relation to the Offer; (ii) the announcement dated 6 January 2012 jointly issued by the Offeror and the Company in relation to the delay in despatch of the Composite Document (“**Latest Announcement**”); and (iii) the Composite Document dated 12 January 2012 jointly issued by the Offeror and the Company in relation to the Offer. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

It was stated in the Latest Announcement that the Executive granted its consent to an extension of time for the despatch of the Composite Document to a date falling on or before 13 January 2012 and that the Composite Document was expected to be despatched to the Shareholders on or before 13 January 2012.

The Offeror and the Company hereby jointly announce that the Composite Document setting out, among other matters, details of the Offer, the letter from Citi, the letter from the Board, the letter from the Independent Board Committee and the letter from the IFA, together with the Form of Acceptance, in respect of the Offer have been despatched to the Shareholders on 12 January 2012 in accordance with the Takeovers Code.

EXPECTED TIMETABLE

The expected timetable of the Offer, which has been extracted from the Composite Document, is set out below:

2012

Despatch date of the Composite Document and the accompanying Form of Acceptance and commencement of the Offer (<i>Note 1</i>)	Thursday, 12 January
Latest time and date for acceptance of the Offer (<i>Note 2</i>)	4:00 p.m. on Thursday, 2 February
First Closing Date	Thursday, 2 February

Announcement of the results of the Offer,
or as to whether the Offer has been
extended or becomes unconditional,
on the Stock Exchange's website
and the Company's website by 7:00 p.m. on Thursday, 2 February

Latest date for posting of remittances for
the amounts due in respect of valid acceptances
received under the Offer at or before 4:00 p.m.
on the First Closing Date (assuming the Offer
becomes or is declared unconditional on
the First Closing Date) (*Note 3*) Friday, 10 February

Latest time and date by which the Offer can become
or be declared unconditional in all respects (*Note 4*) 7:00 p.m. on Monday, 2 April

Notes:

1. The Offer is made on 12 January 2012, the date of the Composite Document, and is capable of acceptance on and from that date until the close of the Offer Period. Acceptances of the Offer shall be irrevocable and not capable of being withdrawn except in the circumstances set out in Rule 19.2 of the Takeovers Code or in compliance with Rule 17 of the Takeovers Code.
2. The latest time and date for acceptances to be lodged under the Offer is 4:00 p.m. on 2 February 2012, being 21 days from the date of the Composite Document, unless the Offeror extends the Offer in accordance with the Takeovers Code. If the Offeror decides to extend the Offer, an announcement will be made on the website of the Stock Exchange and the website of the Company by 7:00 p.m. on the First Closing Date stating the results of the Offer and whether the Offer has been extended or has expired. In any announcement of an extension of the Offer, either the next closing day will be stated or, if the Offer becomes or is declared unconditional as to acceptances, a statement will be made that the Offer will remain open until further notice. In the latter case, at least 14 days' notice in writing will be given before the Offer is closed to those Shareholders who have not yet accepted the Offer before the Offer is closed.
3. Amounts due to each of the Shareholders who accepts the Offer will be paid by the Offeror as soon as possible but in any event within 10 days of the later of the date the Offer becomes, or is declared, unconditional in all respects and the date of receipt of the duly completed Form of Acceptance in accordance with the Takeovers Code.
4. In accordance with the Takeovers Code, except with consent of the Executive, the Offer (whether extended or not) may not become or be declared unconditional as to acceptances after 7:00 p.m. on Monday, 12 March 2012, being the 60th day after posting of the Composite Document. Assuming the Offer becomes unconditional as to acceptances on the 60th day after posting of the Composite Document, in the event that the Offer has not become or has not been declared unconditional in all respects by 7:00 p.m. on Monday, 2 April 2012, being the 81st day after posting of the Composite Document, the Offer will lapse unless the Executive consents to a later date.

Unless otherwise expressly stated, all time and date references contained in the Composite Document refer to Hong Kong times and dates. The timetable set out above is indicative only and further announcements will be made in the event of any changes to the timetable.

IMPORTANT

Shareholders are strongly advised to read the Composite Document and the Form of Acceptance carefully, including the recommendations from the Independent Board Committee and the advice from the IFA, before deciding whether or not to accept the Offer.

Shareholders and/or potential investors of the Company should note that the completion of the Offer is subject to the Conditions being fulfilled (or waived) and therefore the Offer may or may not become unconditional and may or may not be completed. Accordingly, the issue of this announcement and the Composite Document does not imply that the Offer will become unconditional.

Shareholders and/or potential investors of the Company should therefore exercise caution when dealing in the Shares. The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company pursuant to the Takeovers Code.

By order of the board of PERFECT LEAD INVESTMENTS LIMITED Lau Butt Farn <i>Director</i>	By order of the Board of HANG TEN GROUP HOLDINGS LIMITED Chan Wing Sun <i>Chairman</i>
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Hong Kong, 12 January 2012

As at the date of this announcement, the Board comprises Chan Wing Sun, Kao Yu Chu and Wang Li Wen as executive Directors; and Cheung Yat Hung Alton, Kwong Chi Keung and So Hon Cheung Stephen as independent non-executive Directors.

As at the date of this announcement, the directors of the Offeror are Fung Kwok King, Victor, Fung Kwok Lun, William, Lau Butt Farn and Choi Yuk Shing, Danny.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Offeror and parties acting in concert with it), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Offeror and parties acting in concert with it) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement (other than those relating to the Offeror and parties acting in concert with it) the omission of which would make any statement in this announcement misleading.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group and the Selling Shareholders), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Group and the Selling Shareholders) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement (other than those relating to the Group and the Selling Shareholders) the omission of which would make any statement in this announcement misleading.