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PCD Stores (Group) Limited
中國春天百貨集團有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 331)

ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE

This announcement is made pursuant to Rule 3.7 of The Code on Takeovers and Mergers (the “Takeovers Code”).

Reference is made to the announcement of PCD Stores (Group) Limited (the “Company”) dated 7 November 2012 (the “Announcement”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company wishes to update the shareholders of the Company that, as informed by Mr. Alfred Chan, the Chairman, an executive director and controlling shareholder of the Company, as at the date of this announcement, the preliminary discussions between Mr. Alfred Chan and certain other party(ies) in relation to a possible acquisition of shares of the Company (“Potential Transaction”), which may or may not lead to the making of an offer for shares of the Company, are still ongoing. As at the date of this announcement, no formal or legally binding agreement has been entered into between Mr. Alfred Chan and any other party(ies) in respect of the Potential Transaction.

Further announcement(s), including monthly announcements setting out the progress of the discussions, will be made as and when necessary in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Takeovers Code.

There is no assurance that any discussion mentioned in this announcement will either materialise or eventually be consummated and the discussions may or may not lead to the making of an offer for the shares of the Company. Shareholders and potential investors in the Company are advised to exercise caution when dealing in the shares or other securities of the Company.

By Order of the Board
PCD Stores (Group) Limited
Xiang Qiang
President

Hong Kong, 7 December 2012

As at the date of this announcement, the Executive Directors of the Company are Mr. Alfred Chan (Chairman), Mr. Edward Tan and Mr. Xiang Qiang (President); and the Independent Non-executive Directors are Mr. Randolph Yu, Mr. Ainsley Tai and Mr. Li Chang Qing.

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

**for identification purposes only*