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**WO KEE HONG (HOLDINGS) LIMITED**

**和記行（集團）有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 720)**

**VOLUNTARY ANNOUNCEMENT RELATING TO  
VOLUNTARY CONDITIONAL CASH OFFERS BY  
KINGSTON SECURITIES LIMITED  
ON BEHALF OF GUSTAVO INTERNATIONAL LIMITED  
TO ACQUIRE ALL OF THE ISSUED SHARES  
IN THE SHARE CAPITAL OF WO KEE HONG (HOLDINGS) LIMITED  
(OTHER THAN THOSE ALREADY OWNED OR  
AGREED TO BE ACQUIRED BY GUSTAVO INTERNATIONAL LIMITED  
AND PARTIES ACTING IN CONCERT WITH IT)  
AND FOR THE CANCELLATION OF  
ALL THE OUTSTANDING SHARE OPTIONS OF  
WO KEE HONG (HOLDINGS) LIMITED**

**APPOINTMENT OF FINANCIAL ADVISER  
AND  
LAPSE OF THE VOLUNTARY CONDITIONAL CASH OFFERS**

**Financial adviser to Wo Kee Hong (Holdings) Limited**



禹銘投資管理有限公司  
YU MING INVESTMENT MANAGEMENT LIMITED

Yu Ming has been appointed by the Company as the financial adviser to the Company with effect from November 11, 2011 to advise it on matters relating to the Takeovers Code generally.

The Board was informed by the Offeror through its legal adviser on the First Closing Date that as the Offers have not become unconditional by 4:00 p.m. on the First Closing Date, the Offers lapsed accordingly.

The Board is seeking legal advice to ascertain the validity of the requisition letter from the Offeror dated November 7, 2011 to convene a special general meeting to appoint additional directors to the board of the Company and as to the actions to be taken.

Reference is made to the response document dated October 28, 2011 (the “Response Document”) issued by Wo Kee Hong (Holdings) Limited (the “Company”) in respect of the voluntary conditional cash offers by Kingston Securities Limited on behalf of Gustavo International Limited to acquire all of the issued shares in the share capital of the Company other than those already owned or agreed to be acquired by Gustavo International Limited and parties acting in concert with it. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the Response Document.

#### **APPOINTMENT OF YU MING AS THE FINANCIAL ADVISER**

The Board would like to announce that Yu Ming Investment Management Limited (“Yu Ming”) has been appointed as the financial adviser to the Company in respect of matters relating to the Takeovers Code generally with effect from November 11, 2011.

#### **LAPSE OF THE VOLUNTARY CONDITIONAL CASH OFFERS**

The Board was informed by the Offeror through its legal adviser on the First Closing Date that as the Offeror has not received valid acceptances in respect of the Share Offer which would result in the Offeror and parties acting in concert with it holding more than 50% of the voting rights of the Company, the Offers have not become unconditional by 4:00 p.m. on the First Closing Date, the Offers lapsed accordingly.

#### **REQUISITION BY THE OFFEROR TO APPOINT ADDITIONAL DIRECTORS**

On November 7, 2011, the Company received by facsimile a requisition letter (the “Requisition Letter”) from the Offeror, VMS Investment Group Limited and Platinum Century Limited purporting to convene a special general meeting of the Company to approve the appointment of Mr. William Keith Jacobsen and Mr. Chua Kei Wah as additional directors to the board of the Company. The Board is seeking legal advice to ascertain the validity of this requisition letter and as to the actions to be taken.

By order of the Board  
**WO KEE HONG (HOLDINGS) LIMITED**  
**Dr. Richard Man Fai LEE**  
*Executive Chairman and Chief Executive Officer*

Hong Kong, November 14, 2011

*As at the date of this announcement, the Board comprises Dr. Richard Man Fai LEE (Executive Chairman and Chief Executive Officer), Mr. Jeff Man Bun LEE and Mr. Tik Tung WONG, all of whom are executive Directors; Ms. Kam Har YUE, who is a non-executive Director; Mr. Boon Seng TAN, Mr. Ying Kwan CHEUNG and Mr. Peter Pi Tak YIN, all of whom are independent non-executive Directors.*

*The Directors jointly and severally 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, 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*