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LONG SUCCESS INTERNATIONAL (HOLDINGS) LIMITED

百齡國際(控股)有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 8017)

**ADJUSTMENTS TO CONVERSION PRICES OF
CONVERTIBLE BONDS AND CONVERTIBLE NOTE
AND NUMBER AND EXERCISE PRICES OF OUTSTANDING OPTIONS**

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AND CONVERTIBLE NOTE AND NUMBER AND EXERCISE PRICES OF
OUTSTANDING OPTIONS**

As a result of the Share Consolidation, adjustments shall be made to the Convertible Bonds, the Convertible Note and the Options as follows:

1. The Convertible Bonds are yet to be issued. The conversion price of the Convertible Bonds will be adjusted from HK\$0.12 per Share to HK\$0.48 per Consolidated Share upon the issuance of the Convertible Bonds. The number of shares in the capital of the Company to be allotted and issued upon full conversion of the Convertible Bonds will accordingly be changed from 333,333,333 Shares to 83,333,333 Consolidated Shares.
2. The conversion price of the outstanding Convertible Note has been adjusted from HK\$0.13 per Share to HK\$0.52 per Consolidated Share. The number of shares in the capital of the Company to be allotted and issued upon full conversion of the outstanding Convertible Note has accordingly been changed from 115,384,615 Shares to 28,846,153 Consolidated Shares. The adjustments has become effective from the close of business on 11 August 2009.

* *for identification purpose only*

3. The exercise prices of the outstanding Options granted under the Share Option Scheme will be adjusted from the range of HK\$0.035 to HK\$0.062 per Share to HK\$0.140 to HK\$0.248 per Consolidated Share. The number of outstanding Options granted under the Share Option Scheme will be adjusted from 331,002,028 Options to 82,750,507 Options. The adjustments will be effective on 12 August 2009.

The financial adviser of the Company, Ample Capital Limited, has reviewed and confirmed in writing the CB Adjustments and CN Adjustments.

The auditors of the Company, AGCA CPA Limited, have reviewed and confirmed in writing the Option Adjustments.

Reference is made to the circular of Long Success International (Holdings) Limited (the “**Company**”) dated 13 July 2009 (“**Circular**”) and the announcement dated 11 August 2009 in relation to, among other matters, the Share Consolidation. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

At the annual general meeting of the Company held on Tuesday, 11 August 2009, the shareholders of the Company have approved, inter alia, that every four (4) issued and unissued ordinary shares of par value of HK\$0.01 each in the share capital of the Company be consolidated into one (1) ordinary share of par value of HK\$0.04 (“**Share Consolidation**”) and such consolidation shall take effect on the next business day, being 12 August 2009.

As a result of the Share Consolidation, adjustments shall be made to the conversion prices of the Convertible Bonds and the Conversion Note, the number and exercise prices of the outstanding Options pursuant to the respective terms and conditions of the instruments creating such Convertible Bonds, Conversion Note and Options and the details of such adjustments are set out below.

The financial adviser of the Company, Ample Capital Limited, has reviewed and confirmed in writing the CB Adjustments and CN Adjustments (both as defined below).

The auditors of the Company, AGCA CPA Limited, have reviewed and confirmed in writing the Option Adjustments (as defined below).

Adjustments to the Convertible Bonds

As at the date of this announcement, the Convertible Bonds in the aggregate principal amount of HK\$40,000,000 with the initial conversion price of HK\$0.12 per Share are yet to be issued. Upon the issuance of the Convertible Bonds, the conversion price of the Convertible Bonds will be adjusted from HK\$0.12 per Share to HK\$0.48 per Consolidated Share, and the number of shares in the capital of the Company to be allotted and issued upon full conversion of the Convertible Bonds will accordingly be changed from 333,333,333 Shares to 83,333,333 Consolidated Shares (the “**CB Adjustments**”).

The financial adviser of the Company, Ample Capital Limited, has reviewed and confirmed in writing that the above adjustments are in compliance with the terms and conditions of the Convertible Bonds.

Adjustments to the Convertible Note

As at the date of this announcement, there was outstanding Convertible Note in the principal amount of HK\$15,000,000 with the initial conversion price of HK\$0.13 per Share. Pursuant to the terms and conditions of the Convertible Note, the conversion price of the outstanding Convertible Note has been adjusted from HK\$0.13 per Share to HK\$0.52 per Consolidated Share, and the number of shares in the capital of the Company to be allotted and issued upon full conversion of the outstanding Convertible Note has accordingly been changed from 115,384,615 Shares to 28,846,153 Consolidated Shares (the “**CN Adjustments**”). The adjustments has become effective from the close of business on 11 August 2009. The Convertible Note was issued on 13 July 2009.

The financial adviser of the Company, Ample Capital Limited, has reviewed and confirmed in writing that the above adjustments are in compliance with the terms and conditions of the Convertible Note.

Adjustments to the Options

As at the date of this announcement, there were 331,002,028 outstanding Option granted under the Company’s share option scheme (the “**Share Option Scheme**”) adopted on 21 August 2006 to subscribe for 331,002,028 Shares. Upon the Share Consolidation becoming effective, adjustments will be made to the exercise prices and the number outstanding Options (the “**Options Adjustments**”). The adjustments will be effective on 12 August 2009.

Pursuant to the terms of the Share Option Scheme and in compliance with the requirements as set out in Rule 23.03(13) of the GEM Listing Rules and the supplementary guidance issued by the Stock Exchange on 5 September 2005, the exercise prices and the number of outstanding Options granted under the Share Option Scheme will be adjusted (the “**Option Adjustments**”) in the following manner:

Date of Grant	Exercise Period	Before adjustments to Options		After adjustments to Options	
		Exercise Price (HK\$)	Number of Options outstanding	Exercise Price (HK\$)	Number of Options outstanding
20 February 2008	20 February 2008 – 19 February 2018	0.061	16,000,000	0.244	4,000,000
22 February 2008	22 February 2008 – 21 February 2018	0.062	2,000,000	0.248	500,000
02 May 2008	2 May 2008 – 1 May 2018	0.049	20,000,000	0.196	5,000,000
09 May 2008	9 May 2008 – 8 May 2018	0.048	149,002,028	0.192	37,250,507
17 September 2008	17 September 2008 – 16 September 2018	0.0506	106,000,000	0.202	26,500,000
31 December 2008	31 December 2008 – 30 December 2018	0.035	26,000,000	0.140	6,500,000
18 May 2009	18 May 2009 – 17 May 2019	0.042	12,000,000	0.168	3,000,000
		TOTAL	331,002,028		82,750,507

The auditors of the Company, AGCA CPA Limited, have confirmed in writing that the above adjustments are in compliance with the requirements of the Share Option Scheme and the requirements set out in Rule 23.03(13) of the GEM Listing Rules.

Save as the above adjustments, all the other terms and conditions of the Convertible Bonds, Convertible Note and Options shall remain unchanged.

By Order of the Board
Long Success International (Holdings) Limited
Wong Kam Leong
Chairman

Hong Kong, 11 August 2009

As at the date of this announcement, the board of directors of the Company comprises three executive directors, namely Mr. Wong Kam Leong, Ms. Li Jie Yi and Mr. Yip Wai Ki; and three independent non-executive directors, namely Mr. Ng Kwok Chu, Winfield, Mr. Ng Chau Tung, Robert and Mr. Cheng Tze Kit, Larry.

This announcement, for which the directors of the Company 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:

- 1. the information contained in this announcement is accurate and complete in all material respects and not misleading;*
- 2. there are no other matters the omission of which would make any statement in this announcement misleading; and*
- 3. 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 “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the Company’s website at www.long-success.com.