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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)

**COMPLETION
OF
PLACING OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE**

The Board is pleased to announce that, with the conditions of the CB Placing Agreement having been fulfilled, completion of the CB Placing took place on 7 December 2012 in accordance with the terms and conditions of the CB Placing Agreement in which an aggregate principal amount of HK\$100,000,000 had been successfully placed to three CB Placees at an initial conversion price of HK\$0.08 per Conversion Share.

The net proceeds from the CB Placing (after deducting related expenses) is approximately HK\$96.45 million.

Reference is made to the announcements and the circular (the “Circular”) of the Company dated 28 July 2012, 31 October 2012, 30 November 2012 and 3 September 2012, respectively, in relation to the placing of the Convertible Bonds under Specific Mandate. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise stated.

The Board is pleased to announce that, with the conditions of the CB Placing Agreement having been fulfilled, completion of the CB Placing took place on 7 December 2012 in accordance with the terms and conditions of the CB Placing Agreement in which an aggregate principal amount of HK\$100,000,000 had been successfully placed to three CB Placees at an initial conversion price of HK\$0.08 per Conversion Share. The three CB Placees are Aegean Assets Limited, Leighton Deck Limited and First Champion Worldwide Limited. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the CB Placees and, if applicable, their ultimate beneficial owners, are Independent Third Party.

The net proceeds from the CB Placing (after deducting related expenses) is approximately HK\$96.45 million.

The following table sets out the shareholding structure of the Company prior to and upon completion of the CB Placing:

		As at the date of this announcement		Issued share capital immediately after the exercise of conversion rights attached to the Convertible Bonds at the conversion price of HK\$0.08 (Note 4)	
		No. of Shares	Approx. %	No. of Shares	Approx. %
Wide Fine International Limited	(Note 1)	12,706,250	6.75%	12,706,250	0.88%
View Good International Limited	(Note 2)	17,500,000	9.30%	17,500,000	1.22%
Nicky International Limited	(Note 3)	10,800,000	5.74%	10,800,000	0.75%
CB Places					
Aegean Assets Limited		–	–	50,000,000	3.48%
Leighton Deck Limited		–	–	950,000,000	66.05%
First Champion Worldwide Limited		–	–	250,000,000	17.38%
Existing public Shareholders		147,191,000	78.21%	147,191,000	10.24%
Total		188,197,250	100%	1,438,197,250	100%

Notes:

1. Wide Fine International Limited is beneficially and wholly owned by Mr. Wong Kam Leong (“Mr. Wong”), an executive Director.
2. View Good International Limited is beneficially and wholly owned by Ms. Tam Sio Wan, the wife of Mr. Wong.
3. Nicky International Limited is beneficially and wholly owned by Mr. Chen Jianqiu and Mr. Leung Wa in equal Shares.

4. The shareholding structure set out in this column is shown for illustration purpose only. Pursuant to conversion restrictions under the terms and conditions of the Convertible Bonds, no conversion right may be exercised to the extent that such exercise or issue of Conversion Bonds (i) would result in the Company's non-compliance with the minimum public shareholding requirement of the GEM Listing Rules; or (ii) would trigger a mandatory general offer under Rule 26 of the Takeovers Code.

By Order of the Board
Long Success International (Holdings) Limited
Hu Dongguang
Executive Director and Chief Executive Officer

Hong Kong, 7 December 2012

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Wong Kam Leong, Mr. Hu Dongguang, Mr. Wong Chung Yan Sammy and Mr. U Keng Tin; and three independent non-executive Directors, namely Mr. Tse Ching Leung, Mr. Cheung Tak Ming Paul, Mr. Fok Po Tin.

This announcement, for which the Directors 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading. This announcement will remain at www.hkgem.com on the "Latest Company Announcements" page of the GEM website for at least 7 days from the date of its posting and on the Company website at www.long-success.com.

* *for identification purpose only*