

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Koradior Holdings Limited
珂萊蒂爾控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3709)

**DISCLOSEABLE TRANSACTION:
PROPOSED ACQUISITION OF 65% EQUITY INTERESTS IN
SHENZHEN MONDIAL INDUSTRIAL CO., LTD.#**

The Board announces that on 24 June 2016, the Vendors and the Purchaser (a wholly-owned subsidiary of the Company) entered into the Acquisition Agreement, pursuant to which the Vendors have agreed to sell and the Purchaser has agreed to purchase 65% of the equity interests of the Target for a total cash consideration of RMB76,700,000 (equivalent to about HK\$90.2 million).

As one or more of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules exceed 5% but are less than 25%, the Acquisition constitutes a discloseable transaction for the Company subject to reporting and announcement requirements under the Listing Rules.

THE ACQUISITION

The Board announces that on 24 June 2016, the Vendors and the Purchaser (a wholly-owned subsidiary of the Company) entered into the Acquisition Agreement, pursuant to which the Vendors have agreed to sell and the Purchaser has agreed to purchase 65% of the equity interests of the Target for a total cash consideration of RMB76,700,000 (equivalent to about HK\$90.2 million).

ACQUISITION AGREEMENT

The salient terms of the Acquisition Agreement are as follows:

Date

24 June 2016

Parties

- Vendors:
- (i) Li Wenjie (李文杰);
 - (ii) Yang Renjie (楊仁杰);
 - (iii) Hangzhou Zhisu Shares Investment Limited Partnership# (杭州至素股權投資合夥企業); and
 - (iv) Shenzhen Lappland Asset Management Co., Ltd.# (深圳市拉普蘭資產管理有限公司)
- Purchaser: La Kora International Limited, a wholly-owned subsidiary of the Company

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Vendors and their respective ultimate beneficial owners (where applicable) are Independent Third Parties. Hangzhou Zhisu Shares Investment Limited Partnership# (杭州至素股權投資合夥企業) is owned by Independent Third Parties and is principally engaged in investment and related consultation services. Shenzhen Lappland Asset Management Co., Ltd.# (深圳市拉普蘭資產管理有限公司) is owned by an Independent Third Party and is principally engaged in investment and related consultation services.

Subject Matter

Subject to the terms of Acquisition Agreement, the Vendors have agreed to sell and the Purchaser has agreed to purchase 65% of the equity interests of the Target for a total cash consideration of RMB76,700,000 (equivalent to about HK\$90.2 million).

Consideration

The Consideration of RMB76,700,000 (equivalent to about HK\$90.2 million) shall be payable to the Vendors in cash in the following manner: (a) as to 90% (i.e. RMB69,030,000) within 3 working days after the Acquisition Agreement has been approved and registered with the relevant PRC government departments and the recipient bank accounts of the Vendors have been opened; and (b) as to the remaining 10% (i.e. RMB7,670,000) within 90 days after the change of the business registration of the Target has been effected.

The Consideration was determined after arm's length negotiations between the Vendors and the Purchaser by reference to the profitability of the Target.

Having considered the above and the factors described under the section headed "Reasons for and the benefits of the Acquisition" below, the Directors consider that the Consideration is fair and reasonable and in the interest of the Company and the Shareholders as a whole.

Completion of the Acquisition

The Acquisition Agreement is unconditional and completion shall take place on the date when the Acquisition Agreement is approved by the Shenzhen Foreign Investment approval department.

INFORMATION OF THE TARGET

The Target was established in Shenzhen, the PRC in 2000 and has been principally engaged in the design, manufacturing and sale of high-end ladies wear in the PRC for more than 15 years. The Target is the owner of "CADIDL" brand which target affluent ladies between the ages of 30 and 40. As at 31 December 2015, the Target has established 84 retail stores throughout the PRC.

Set out below is the financial information of the Target (based on generally accepted accounting practice in the PRC):

	For the year ended 31 December 2014 Audited (RMB'000)	For the year ended 31 December 2015 Audited (RMB'000)
Revenue	129,676	141,103
Net profit before taxation	13,892	16,896
Net profit after taxation	10,170	12,443

The audited net assets of the Target as at 31 December 2015 were approximately RMB59 million.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The principal activities of the Group are design, retail and wholesale of womenswear in the PRC. The Group's self owned brands, "Koradior", "La Koradior" and "Koradior elsewhere" target affluent ladies between the ages of 30 and 45. The long term objective of the Group is to be the top player of the high-end ladies-wear industry in the PRC.

The business of the Target is very similar to the Group in that both the Group and the Target have their respective brands, target similar customers and conduct the business through retail stores and distributors. The Board considers that the Acquisition is in line with the Group's multi-brand development strategy in that the Acquisition will further diversify the brands of the Group while enlarging the Group's distribution networks. It is believed that the Acquisition will create synergies to the Group's business by consolidating the sales platforms of both the Group and the Target in order to further improve the revenues and profitability of the Group.

Taking into account the abovementioned factors, the Directors consider that the terms and conditions of the Acquisition are fair and reasonable and on normal commercial terms and are in the interests of the Company and Shareholders as a whole.

FINANCIAL EFFECT OF THE ACQUISITION

Upon Completion of the Acquisition, the Group will control the majority of the board of directors of the Target and the Target will become a subsidiary of the Company whose results, assets and liabilities will be consolidated into the books of the Company.

IMPLICATIONS UNDER THE LISTING RULES

As one or more of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules exceed 5% but are less than 25%, the Acquisition constitutes a discloseable transaction for the Company subject to reporting and announcement requirements under the Listing Rules.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following terms shall have the same following meanings as set out below:

“Acquisition”	the proposed acquisition by the Group of 65% equity interests in the Target pursuant to the Acquisition Agreement
“Acquisition Agreement”	the share transfer agreement dated 24 June 2016 and entered into between the Vendors and the Purchaser in relation to the Acquisition
“Board”	the board of Directors
“Company”	Korador Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the main board of the Stock Exchange
“Completion”	completion of the Acquisition
“Consideration”	RMB76,700,000, being the consideration for the Acquisition
“Director(s)”	the director(s) of the Company

“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of the Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	party(ies) who, together with his/her ultimate beneficial owner(s), is/are persons independent of the Company and its connected persons (within the meaning of the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement shall exclude Hong Kong, Macau Special Administrative Region and Taiwan
“Purchaser”	La Kora International Limited, a company incorporated in Hong Kong, being the purchaser under the Acquisition Agreement
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Target”	Shenzhen Mondial Industrial Co., Ltd.# (深圳市蒙黛爾實業有限公司) , a company established in the PRC with limited liability

“Vendors”

(i) Li Wenjie (李文杰), (ii) Yang Renjie (楊仁杰), (iii) Hangzhou Zhisu Shares Investment Limited Partnership# (杭州至素股權投資合夥企業), and (iv) Shenzhen Lapland Asset Management Co., Ltd.# (深圳市拉普蘭資產管理有限公司) being the Vendors under the Acquisition Agreement

%

per cent.

The English name is not an official name but is inserted for identification purpose only.

By order of the Board
Koradior Holdings Limited
JIN MING
Chairman

Hong Kong, 24 June 2016

As at the date of this announcement, the Board comprises of Mr. Jin Ming, Mr. Deng Shigang and Ms. He Hongmei as executive Directors; Mr. Yang Weiqiang as non-executive Director; Mr. Wong Wai Kong and Mr. Zhong Ming as independent non-executive Directors.