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Hengdeli Holdings Limited
亨得利控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 3389)

ANNOUNCEMENT

This is a voluntary announcement made by Hengdeli Holdings Limited (the “**Company**”).

The board of directors (the “**Board**”) of the Company noted that recently on the market there are negative speculations and doubts about the business and financial conditions of the Company. For this the Board issues this announcement to clarify the latest position of the Company.

The Company has been developing its business in a cautious yet progressive manner and has attained a stable business growth in recent years.

At the same time, the Company has also maintained good partnerships with numerous worldwide renowned watch suppliers and achieved for a win-win situation by seeking for the best and the closest way of cooperation with the brand suppliers based on its own characteristics and by adjusting its operation strategy in response to the market environment. The achievements of the Company are extraordinary.

As at the date of this announcement, there is no material change in the operation policy of the Company and the business continues to operate and develop in a normal, healthy and stable manner. The Board is full of confidence about the future of the Company.

To facilitate the future development of the Company and the needs of funds for such development, the Company recently issued the senior notes (further details can be referred to the announcement of the Company dated 23 January 2013). As disclosed in the announcement, the issue of the senior notes is to repay the debts of the Company including redeeming its outstanding 2015 convertible bonds and for general corporate purposes. The Board considered that the issue will widen the financing channel, better the debt position of the Company and further extend the Company’s international profile and improve its ability to access the international capital markets to support the growth of the Company in

the future. According to the preliminary information available to the Company, the issue receives positive market response and over-subscribed by 15 times, reflecting the confidence of the international investors to the Company.

The Company will continue its effort to develop its business and seek for the greatest returns to its shareholders and investors in a stable and steady manner by grasping the economic growth of the Great China Region (in particular Mainland China) with its own strengths and foundation.

By Order of the Board
HENGDELI HOLDINGS LIMITED
Zhang Yuping
Chairman

Hong Kong, 30 January 2013

As at the date hereof, the Executive Director of the Company is Mr. Zhang Yuping (chairman), Mr. Song Jianwen and Mr. Huang Yonghua, the Independent Non-executive Directors are Mr. Cai Jianmin, Mr. Wong Kam Fai William and Mr. Liu Xueling, the Non-executive Directors are Mr. Chen Sheng, Mr. Shi Zhongyang and Ms. Zheng Yu.