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ENM Holdings Limited 安寧控股有限公司 (Incorporated in Hong Kong with limited liability) (Stock Code: 128)

# POSSIBLE TRANSFER OF "BRUNELLO CUCINELLI" BRAND RETAIL BUSINESS

This announcement is made pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

#### BACKGROUND

The Board is pleased to announce that the Company has agreed in principle with Brunello Cucinelli S.p.A. ("BC") with regard to a possible transfer of the "Brunello Cucinelli" fashion wear and accessories retail business currently carried out by The Swank Shop Limited ("Swank Shop") in its three standalone "Brunello Cucinelli" stores in Hong Kong (the "Business") to Brunello Cucinelli Hong Kong Limited (the "Possible Purchaser"). The proposed transfer of the Business to the Possible Purchaser is expected to comprise of, among others, certain assets and trading stock currently used in connection with the Business (the "Possible Transfer").

BC is a company incorporated in Italy which is principally engaged in design, manufacturing and distribution of luxury clothing and accessories collections globally. Swank Shop is an indirect wholly-owned subsidiary of the Company.

### **REASONS FOR AND BENEFITS OF THE POSSIBLE TRANSFER**

The Possible Purchaser is an indirect owned associate of the Company, which is owned by Swank Shop as to 49% and by BC as to 51%.

Since 2011, Swank Shop has been appointed by BC as the exclusive distributor of the "Brunello Cucinelli" brand products (the "**Products**") in Hong Kong and has been selling the Products in three standalone "Brunello Cucinelli" stores and its multi-brand stores. The sales of the Products have generated satisfactory results for the Group.

Given that the existing commercial cooperation arrangements relating to the Products will expire in 2015, Swank Shop and BC have decided to adopt a new collaboration model to maintain their business partnership and to better compliment BC's global distribution strategy by setting up the Possible Purchaser as the operating entity in Hong Kong to carry out the Business. After the Possible Transfer, Swank Shop will continue to act as the exclusive distributor of the Products in Hong Kong, except for the Business.

The formation of the Possible Purchaser is not discloseable under Chapter 14 of the Listing Rules.

### GENERAL

The Board wishes to remind Shareholders that the parties are still in negotiations of the terms and conditions of the Possible Transfer and no definitive and legally binding agreement in relation to the Possible Transfer has been entered into as at the date of this announcement. The Possible Transfer, if materializes, may or may not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules and further announcement(s) will be made by the Company as and when appropriate in compliance with the Listing Rules.

The Board wishes to emphasize that since the Possible Transfer may or may not materialize, Shareholders and potential investors of the Company should exercise caution when dealing in the Shares.

#### DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

"Board"	the board of Directors
"Company"	ENM Holdings Limited, a company incorporated in Hong Kong with limited liability, the issued shares of which are listed on the main board of the Stock Exchange
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"Inside Information Provisions"	has the meaning ascribed thereto under the Listing Rules

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"SFO"	the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
"Share(s)"	shares of nominal value of HK\$0.01 each in the share capital of the Company
"Shareholder(s)"	the shareholders of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

## By order of the Board ENM Holdings Limited Joseph Wing Kong LEUNG Chairman and Acting Chief Executive Officer

Hong Kong, 30 August 2013

As at the date of this announcement, the Executive Directors are Mr. Joseph Wing Kong LEUNG (Chairman and Acting Chief Executive Officer), Mr. Raymond Siu Wing CHAN, Mr. Victor Yiu Keung CHIANG, Mr. Derek Wai Choi LEUNG and Mr. Wing Tung YEUNG, and the Independent Non-executive Directors are Dr. Jen CHEN, Mr. David Kwok Kwei LO, Mr. Ian Grant ROBINSON and Mr. Chi Keung WONG.