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**21 Holdings Limited**

**21 控股有限公司\***

*(incorporated in Bermuda with limited liability)*

**(stock code: 1003)**

## **ANNOUNCEMENT PURSUANT TO RULE 13.09(1) OF THE LISTING RULES**

Reference is made to the announcements of 21 Holdings Limited (the “Company”) dated 2 March 2011 and 16 March 2011 (the “Announcements”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

As disclosed in the 2009 Annual Report of the Company, a former director of the Company (the “Plaintiff”) issued legal proceedings against the Company in respect of loans due from two former subsidiaries of the Company, claiming a sum of approximately HK\$44.5 million (the “Principal Sum”) together with interest thereon. Hearing of the case was held in January 2011 and as announced by the Company on 2 March 2011, judgment was awarded in favour of the Plaintiff for the sum of HK\$44.5 million together with interest and costs (the “Judgment”).

\* *for identification purpose only*

As further announced by the Company on 31 March 2011, the Company has filed a Notice of Appeal against the Judgment (the “Appeal”). Pending the hearing of the Appeal, the Company had caused an aggregate sum of HK\$50 million as security being paid into the High Court on 21 April 2011 and 16 August 2011 respectively for stay of execution and enforcement of the Judgment. The Appeal was heard on 8 December 2011 and today, the Court of Appeal today ordered that (i) the Appeal be allowed; (ii) the Judgment be quashed; (iii) the Company shall have costs of the Appeal and the costs at the court below; and (iv) the security of HK\$50 million be released and refunded to the Company. The Court of Appeal further directed that the reasons of its judgment today will be handed down in due course.

Any appeal by the Plaintiff against the order of the Court of Appeal shall lie to the Court of Final Appeal as of right under section 22(1)(a) of the Hong Kong Court of Final Appeal Ordinance and such appeal to the Court of Final Appeal shall be initiated by a motion to be filed within 28 days from today.

**As the Plaintiff may or may not initiate an appeal against the order of the Court of Appeal, shareholders of the Company and potential investors are reminded to exercise caution when dealing in the shares of the Company.**

By Order of the Board  
**21 Holdings Limited**  
**Ng Kai Man**  
*Chairman*

Hong Kong, 9 December 2011

*As at the date of this announcement, the Board comprises Mr. Ng Kai Man (Chairman) and Mr. Cheng Yuk Wo as executive Directors and Mr. Lui Siu Tsuen, Richard, Mr. Ding Chung Keung and Ms. Cheung Sze Man as independent non-executive Directors.*