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## **LI NING COMPANY LIMITED**

**李寧有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2331)**

### **PROPOSED OPEN OFFER OF CONVERTIBLE SECURITIES IN THE PRINCIPAL AMOUNT OF NOT LESS THAN APPROXIMATELY HK\$1,847.8 MILLION AND NOT MORE THAN APPROXIMATELY HK\$1,868.6 MILLION**

**Underwriters to the Open Offer**



**Financial adviser to the Company in respect of the Open Offer**



This announcement is a voluntary disclosure made by the Company to provide its shareholders and potential investors with certain information in relation to the Open Offer. Reference is made to the Company’s announcement dated 25 January 2013 in relation to, among other things, the Open Offer (the “**Announcement**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those used in the Announcement.

The Company has prepared a list of questions and answers (available in both English and Chinese) (“FAQs”) to enhance the Shareholders’ understanding of certain details of the Open Offer. The FAQs have been uploaded to the “FAQ Section” of the Company’s website at [www.lining.com](http://www.lining.com). The FAQs are intended to provide Shareholders with information relating to the Open Offer only and should not be (i) relied on as advices or recommendations from the Company or the Underwriters or Somerley Limited; or (ii) considered as part of the Prospectus Documents. If any Shareholders or potential investors are in any doubt about any of the contents of the FAQs, such persons should obtain independent professional advice.

A hotline for the Open Offer has been set up with effect from 9:00 a.m. on Monday, 4 February 2013. If Shareholders have any questions about the Open Offer, you may contact Computershare Hong Kong Investor Services Limited on (852) 2862 8648 during normal business hours between 9:00 a.m. and 6:00 p.m. from Monday to Friday (other than public holidays) from Monday, 4 February 2013 until further notice.

## **WARNING OF THE RISKS OF DEALINGS IN THE SHARES**

**The Shares will be dealt in on an ex-entitlement basis commencing from Friday, 15 March 2013 based on the expected timetable (Dates of the expected timetable are indicative only and may be varied by agreement between the Company and the Underwriters. Any consequential changes to the expected timetable will be published or notified to the Shareholders as and when appropriate).**

**The Open Offer is conditional upon, inter alia, the fulfilment or waiver of the conditions set out under the paragraph headed “Conditions of the Open Offer and the Underwriting Agreements” under the section headed “Underwriting Arrangements” in the Announcement. The Open Offer may or may not proceed.**

**Any dealing in the Shares from the date of the Announcement up to the date on which all the conditions of the Open Offer are fulfilled or waived will accordingly bear the risk that the Underwriting Agreements may not become unconditional or the Open Offer may not proceed. Any Shareholders or other persons contemplating dealings in the Shares are recommended to consult their own professional advisers.**

By order of the Board  
**LI NING COMPANY LIMITED**  
**Li Ning**  
*Executive Chairman*

Hong Kong, 1 February 2013

*As at the date of this announcement, the executive directors of the Company are Mr. Li Ning, Mr. Jin-Goon Kim and Mr. Zhang Zhi Yong. The non-executive directors are Mr. James Chun-Hsien Wei and Mr. Chen Yue, Scott. The independent non-executive directors are Mr. Koo Fook Sun, Louis, Ms. Wang Ya Fei, Mr. Chan Chung Bun, Bunny and Mr. Su Jing Shyh, Samuel.*