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PRINCE FROG INTERNATIONAL HOLDINGS LIMITED

青蛙王子國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1259)

VOLUNTARY ANNOUNCEMENT

SHARE REPURCHASE

This announcement is a voluntary disclosure made by Prince Frog International Holdings Limited (the “**Company**”) to provide its shareholders and potential investors with updated information in relation to the development of the Company.

Pursuant to the repurchase mandate granted to the board of directors of the Company at the annual general meeting of the Company held on 23 May 2012 (the “**Repurchase Mandate**”), the Company repurchased 1,000,000 of its own shares on 11 June 2012, at the highest and lowest prices of HK\$2.78 and HK\$2.60, respectively (the “**Share Repurchase**”). The aggregate consideration for the Share Repurchase is HK\$2,710,510 and was funded from internal resources of the Company. The shares repurchased by the Company represent approximately 0.099% of the existing issued share capital of the Company. Up to the date of this announcement, the Company has repurchased a total of 1,000,000 of its own shares pursuant to the Repurchase Mandate.

The Share Repurchase was made in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and there have been no material changes to the particulars contained in the Explanatory Statement as set out in the circular of the Company dated 20 April 2012. The Company may make further repurchases according to market conditions until the expiry of the Repurchase Mandate, but in any case, subject to the availability of the Repurchase Mandate.

Shareholders and investors should note that any repurchase of shares made by the Company under the Repurchase Mandate will be subject to market conditions and the applicable rules under the Listing Rules and will be at the Company’s management’s absolute discretion. There is no assurance of the timing, quantity or price of any share repurchases or whether the Company will make any further repurchases at all. Shareholders and investors should therefore exercise caution when dealing in the shares of the Company.

By order of the Board
Prince Frog International Holdings Limited
Li Zhenhui
Chairman

Hong Kong, 11 June 2012

As at the date of this announcement, the Board comprises (i) five executive directors, namely Mr. Li Zhenhui, Mr. Xie Jinling, Mr. Ge Xiaohua, Mr. Huang Xinwen and Ms. Hong Fang; and (ii) three independent non-executive directors, namely Mr. Chen Shaojun, Mr. Ren Yunan and Mr. Wong Wai Ming.