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L & A International Holdings Limited
樂亞國際控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8195)

INSIDE INFORMATION
PUT UP OR SHUT UP RULING

Financial Adviser to the Company

YU MING INVESTMENT MANAGEMENT LIMITED
禹 銘 投 資 管 理 有 限 公 司

Reference is made to the announcement of L & A International Holdings Limited (the "**Company**") dated 28 July 2016 in relation to the Purported Possible Offer (the "**Announcement**"). Capitalized terms used in this announcement shall have the same meanings ascribed to them in the Announcement unless otherwise stated.

On 5 August 2016, the Company made a "put up or shut up" ruling application (the "**Put Up or Shut Up Ruling**") to the Executive Director of the Corporate Finance Division of the SFC (the "**Executive**") pursuant to Rule 31.1(b) of the Takeovers Code and requested a deadline to be set for the Interested Party to announce a firm intention to make an offer for the Shares.

On 15 August 2016, the Executive issued a letter to the Company in respect of the Put Up or Shut Up Ruling which sets out, among others:

"The Executive has today pursuant to section 7 of the Introduction to the Takeovers Code ruled that Favourite Number Limited must <u>by 5:00 p.m. on Thursday, 18 August 2016 (the "Deadline")</u> either:

(i) announce a firm intention to make an offer for the Company under Rule 3.5 of the Takeovers Code; or

(ii) announce its decision that it does not intend to make an offer for the Company; or

(iii) inform the Company of its decision that it does not intend to make an offer for the Company.

No extension to the Deadline will be granted, except with the consent of the Executive.

If, on or before the Deadline, Favourite Number Limited:

(a) makes an announcement under (ii) above; or

(b) informs the Company of its decision that it does not intend to make an offer for the Company under (iii) above,

Favourite Number Limited and any person(s) acting in concert with it will, except with the consent of the Executive, be bound by the restrictions contained in Rule 31.1(c) of the Takeovers Code for six months from the date of such announcement or notification.

If, on or before the Deadline, Favourite Number Limited:

(a) does not make an announcement under (i) or (ii) above; or

(b) does not inform the Company of the decision under (iii) above,

Favourite Number Limited and any person(s) acting in concert with it will, except with the consent of the Executive, be bound by the restrictions contained in Rule 31.1(b) of the Takeovers Code for six months from the Deadline."

Up to the date of this announcement, the Company has received no update from the Interested Party. A further announcement will be made on 18 August 2016 to inform Shareholders the intention or decision of the Interested Party as to the Purported Possible Offer.

Shareholders and potential investors should be aware that there is no certainty that the Interested Party will make an offer under Rule 3.5 of the Takeovers Code by the Deadline. Shareholders and potential investors are therefore advised to exercise caution when dealing in the Shares.

By order of the Board
L & A International Holdings Limited
Ng Ka Ho
Chairman and executive Director

Hong Kong, 16 August 2016

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Ng Ka Ho and Mr. Yang Si Hang, one non-executive Director, namely, Mr. Wong Chiu Po and three independent non-executive Directors, namely, Mr. Kwong Lun Kei Victor, Mr. Ma Chi Ming and Mr. Chan Ming Sun Jonathan.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (save for the information relating to the Interested Party) and confirm, having made all reasonable inquiries, that to the best of their *knowledge, opinions expressed in this announcement (save for the information relating to the Interested Party) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*

This announcement will remain on the "Latest Company Announcements" page of the GEM website at http://www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at http://www.lna.com.hk.