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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)

LITIGATION

This announcement is made by L & A International Holdings Limited (the “**Company**”) on a voluntary basis.

KIM SUNGHO’S LEGAL PROCEEDING

The Company has on 6 January 2017 received a writ of summons (the “**Writ**”) dated 3 January 2017 filed by Mr. Kim Sungho (“**Mr. Kim**”) as the plaintiff against (i) Strong Light Investments Limited, a substantial shareholder of the Company (“**Strong Light**”); (ii) FP Sino-Rich Securities & Futures Limited (“**FP**”); (iii) Yu Ming Investment Management Limited (“**Yu Ming**”); and (v) the Company as the defendants under a legal proceeding (the “**Kim’s Legal Proceeding**”) in the High Court of Hong Kong.

Pursuant to the claims generally indorsed on the Writ, the Plaintiff sought, inter alia, for (i) a declaration against Strong Light that Strong Light and its parties acting in concert has accumulated over 30% of the outstanding shares in the Company, thus triggering the mandatory general offer; and (ii) a declaration against FP and Yu Ming that FP purposefully ill advised the Company to break various Listing Rules, including assisting the Company in its multi-layer marketing scheme.

CHI DONG EUN’S WINDING UP PETITION

The Company has also on 6 January 2017 received a petition (the “**Petition**”) dated 3 January 2017 filed by Chi Dong Eun (the “**Petitioner**”) against (i) the Company, (ii) Mr. Ng Ka Ho, an executive director of the Company (“**Mr. Ng**”); (iii) Mr. Wong Chiu Po, a non-executive director of the Company (“**Mr. Wong**”); (iv) Mr. Kwong Lun Kei Victor, an independent non-executive director of the Company (“**Mr. Kwong**”); (v) Mr. Ma Chi Ming, an independent non-executive director of the Company (“**Mr. Ma**”); (vi) Mr. Chan Ming Sun Jonathan, an independent non-executive director of the Company (“**Mr. Chan**”, together with Mr. Ng, Mr. Wong, Mr. Kwong, Mr. Ma, the “**Directors**”); and (vii) Mr. Yang Si Hang, the then director of the Company (“**Mr. Yang**”) as the respondents (collectively, the “**Respondents**”).

The Petitioner alleged, inter alia, that (i) the Respondents have deliberately evaded the mandatory general offer obligation of the Codes on Takeovers and Mergers and Share Buy-backs; (ii) Mr. Yang has engaged in massive illegal share pledge borrowing activities, without making proper and required disclosures; (iii) from the initial public offering of the Company, the accounting results of the Company have been falsified, unfairly prejudicial to independent shareholders to be misled; (iv) the Company has physically prevented several independent shareholders from participating in the voting in some extraordinary general meetings of the Company; and (v) the Directors and Mr. Yang have committed offences under section 25(1) of the Organized and Serious Crime Ordinance, which in the circumstances renders it just, equitable and desirable to wind up the Company. The hearing of Petition was scheduled to be heard on 5 April 2017.

The Company is seeking legal advice in respect of the Kim's Legal Proceeding and the Petition and will make further announcement(s) to keep its shareholders and investors informed of any significant development of the Legal Proceeding and the Petition as and when appropriate.

Shareholders of the Company and potential investors should accordingly exercise caution when dealing in the securities of the Company.

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

Hong Kong, 6 January 2017

As at the date of this announcement, the Board comprises one executive Director, namely, Mr. Ng Ka Ho, 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.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or 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>.