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利邦控股有限公司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 891)

CONTINUING CONNECTED TRANSACTION

The Board announces that on 23 March 2011, LiFung Trinity Management and HKL entered into the Consultancy Services Agreement, pursuant to which LiFung Trinity Management agreed to engage HKL for the provision of the Consultancy Services to the Group in Europe for the period commencing on 1 April 2011 to 31 March 2012.

HKL is a company wholly owned by Mr Loubier, a director of the Company. Accordingly, HKL is an associate of Mr Loubier and thus a connected person of the Company. The Consultancy Services Agreement constitutes a continuing connected transaction for the Company under Chapter 14A of the Listing Rules. As the highest applicable percentage ratio under the Listing Rules for the Consultancy Services is less than 5%, the transaction is only subject to the reporting and announcement requirements and is exempt from independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

The Board announces that on 23 March 2011, LiFung Trinity Management and HKL entered into the Consultancy Services Agreement, pursuant to which LiFung Trinity Management agreed to engage HKL for the provision of the Consultancy Services to the Group in Europe.

THE CONSULTANCY SERVICES AGREEMENT

Date

23 March 2011

Parties

- (1) LiFung Trinity Management, an indirect wholly owned subsidiary of the Company;
- (2) HKL, a company wholly owned by Mr Loubier; and
- (3) Mr Loubier, a director of the Company (as guarantor in respect of HKL's obligations and liabilities under the Consultancy Services Agreement).

Services to be provided

The Consultancy Services to be provided by HKL include, among others, the provision of advisory services to the Group on the setting of goals and formulation of strategies of the Group's newly acquired Cerruti business in Europe, defining and implementing an international growth strategy for the Cerruti business, and facilitating communications and cooperation between the Group's management in Hong Kong and the management team of the Cerruti business in Paris.

Consultancy fee

LiFung Trinity Management shall pay to HKL a monthly consultancy fee of EUR33,000, payable in arrears at the end of each month in cash. The consultancy fee for the Consultancy Services for the period from 1 April 2011 to 31 March 2012 will not exceed EUR396,000.

The consultancy fee was determined after arm's length negotiations between the parties and based upon various factors including the services to be provided by HKL under the Consultancy Services Agreement, and the experience and expertise of Mr Loubier in the high-end to luxury retail industry.

Term

The term of the Consultancy Services Agreement commences on 1 April 2011 and ending on 31 March 2012, subject to early termination by LiFung Trinity Management or HKL by giving to the other a 1-month notice in writing or payment in lieu of notice.

Guarantee

Mr Loubier agreed to act as a guarantor for the due and punctual performance by HKL of its obligations and liabilities under the Consultancy Services Agreement.

REASONS FOR AND BENEFITS OF THE TRANSACTION

The Group principally engages in the retailing of high-end to luxury menswear under self-owned brands and licensed brands in the Greater China Region.

HKL is principally engaged in the provision of consultancy and advisory services and is wholly owned and managed by Mr Loubier. The Directors consider that based on the experience and expertise of Mr Loubier, the Consultancy Services to be provided by HKL will be contributory to the Group's development of the newly acquired Cerruti business, in particular in Europe.

The Directors (including the independent non-executive Directors) consider that the terms of the Consultancy Services Agreement (including the consultancy fee) are on normal commercial terms and are fair and reasonable, and are in the interests of the Group and the Shareholders as a whole. Mr Loubier, by virtue of his interests in HKL, had abstained from voting on the relevant board resolution as required by the Company's Bye-laws or the Listing Rules.

LISTING RULES IMPLICATIONS

HKL is a company wholly owned by Mr Loubier, a director of the Company. Accordingly, HKL is an associate of Mr Loubier and thus a connected person of the Company. The Consultancy Services Agreement constitutes a continuing connected transaction for the Company under Chapter 14A of the Listing Rules. As the highest applicable percentage ratio under the Listing Rules for the Consultancy Services is less than 5%, the transaction is only subject to the reporting and announcement requirements and is exempt from independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below, unless the context otherwise requires:

"Board" the board of Directors

"Company" Trinity Limited, a company incorporated in Bermuda whose shares are

listed on the Main Board of the Stock Exchange

"Consultancy Services" the consultancy services to be provided by HKL to the Group in Europe

pursuant to the Consultancy Services Agreement, details of which are set out in the paragraph headed "The Consultancy Services Agreement –

Services to be provided" in this announcement

"Consultancy Services

Agreement"

the consultancy services agreement between LiFung Trinity

Management and HKL dated 23 March 2011

"EUR" Euros, the lawful currency of those member states of the European

Union that have adopted such currency

"Directors" directors of the Company

"Group" the Company and its subsidiaries

"LiFung Trinity LiFung Trinity (Management) Limited, a company incorporated in Hong Kong and is an indirect wholly owned subsidiary of the Company

"Listing Rules" the Rules Governing the Listing of the Securities on the Stock Exchange

"Mr Loubier" Mr Jean-Marc Loubier, a director of the Company

"HKL" HKL Holding, a company established in France and is wholly owned by

Mr Loubier

"Shareholder(s)" shareholder(s) of the Company

"Stock Exchange" The Stock Exchange of Hong Kong Limited

By Order of the Board Victor FUNG Kwok King Chairman

Hong Kong, 23 March 2011

As at the date of this announcement, the Board comprises four executive directors, namely Mr WONG Yat Ming, Mr Bruno LI Kwok Ho, Mr Danny LAU Sai Wing and Ms Sabrina FUNG Wing Yee; five non-executive directors, namely Dr Victor FUNG Kwok King, GBM, GBS, CBE, Dr William FUNG Kwok Lun, SBS, OBE, JP, Mr Jeremy Paul Egerton HOBBINS, Mr Jose Hosea CHENG Hor Yin and Mr Jean-Marc LOUBIER; and three independent non-executive directors, namely Mr Patrick SUN, Mr Cassian CHEUNG Ka Sing and Mr Michael LEE Tze Hau.

^{*} For identification purposes only