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# ESPRIT

## ESPRIT HOLDINGS LIMITED

*(incorporated in Bermuda with limited liability)*

**STOCK CODE: 330**

### **PLACING OF EXISTING SHARES**

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The Company has been informed by Great View that the Placing Agreement has been concluded pursuant to which the Placing Agents will place, subject to the terms and conditions of the Placing Agreement, 85,000,000 Shares to independent investors at placing price of not less than HK\$69.00 per Placing Share.

The Placing Shares represent approximately 6.96% of the existing issued share capital of the Company. Upon completion of the placing, Great View's interests in the Company will be reduced from 191,208,352 Shares or approximately 15.67% to 106,208,352 Shares or approximately 8.70% of the existing issued share capital of the Company.

#### **PLACING OF EXISTING SHARES**

The Company has been informed by Great View that the Placing Agreement has been concluded on the terms summarised below.

#### **Parties:**

The parties to the Placing Agreement are:

- (1) Great View; and
- (2) the Placing Agents, Morgan Stanley & Co. International Limited and Citigroup Global Markets Asia Limited (which are not connected persons of the Company under the Listing Rules).

Great View is a substantial shareholder of the Company and holds 191,208,352 Shares representing approximately 15.67% of the existing issued share capital of the Company.

Upon completion of the placing, Great View's interest in the Company will be reduced to 106,208,352 Shares (representing approximately 8.70% of the issued share capital of the Company).

#### **Placees:**

The placees of the placing will be independent investors who are not connected persons of the Company as defined in the Listing Rules.

**Number of Placing Shares:**

85,000,000 Shares, representing approximately 6.96% of the existing issued share capital of the Company.

**Placing Price:**

The placing price shall be not less than HK\$69.00 per Placing Share, representing a discount of approximately 4.17% to the closing price of HK\$72.00 per Share as quoted on the Stock Exchange on Thursday, September 21, 2006.

**Conditions of the Placing:**

The Placing is conditional upon, *inter alia*, there having been, prior to completion of the Placing, no breach of the representations, warranties and undertakings given by Great View.

**Completion of the Placing:**

Completion of the Placing is currently expected to take place on Tuesday, September 26, 2006.

**DEFINITIONS**

“Board”	the board of directors of the Company
“Company”	Esprit Holdings Limited, a limited liability company incorporated under the laws of Bermuda, the Shares of which are listed with a primary listing on the Stock Exchange and a secondary listing on the London Stock Exchange
“Great View”	Great View International Limited, a company incorporated under the laws of the British Virgin Islands and wholly-owned by a private trust set up by Mr. Michael Ying Lee Yuen, the Chairman of the Board
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Placing Agents”	Morgan Stanley & Co. International Limited and Citigroup Global Markets Asia Limited
“Placing Agreement”	the placing and underwriting agreement dated September 21, 2006 between Great View and the Placing Agents
“Placing Shares”	85,000,000 Shares legally and beneficially owned by Great View
“Shares”	ordinary shares of HK\$0.10 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

As at the date of this announcement, Michael Ying Lee Yuen, Heinz Jürgen Krogner-Kornalik, John Poon Cho Ming, Thomas Johannes Grote and Jerome Squire Griffith are executive directors of the Company, Jürgen Alfred Rudolf Friedrich and Simon Lai Sau Cheong are non-executive directors of the Company, and Paul Cheng Ming Fun, Alexander Reid Hamilton and Raymond Or Ching Fai are independent non-executive directors of the Company.

By Order of the Board  
**John Poon Cho Ming**  
*Deputy Chairman*

Hong Kong, September 21, 2006

“Please also refer to the published version of this announcement in The Standard”