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J&A Investment Limited

(Incorporated in the BVI with limited liability)

Karfun Investments Limited

(Incorporated in Hong Kong with limited liability)

JOINT ANNOUNCEMENT

**CLOSE OF OFFER AND LEVEL OF ACCEPTANCE IN RELATION TO
UNCONDITIONAL VOLUNTARY CASH OFFER BY
KARL THOMSON SECURITIES COMPANY LIMITED
ON BEHALF OF
J & A INVESTMENT LIMITED
FOR ALL THE ISSUED SHARES IN
KARFUN INVESTMENTS LIMITED
(OTHER THAN THOSE ALREADY OWNED
OR AGREED TO BE ACQUIRED BY J & A INVESTMENT LIMITED AND PARTIES
ACTING IN CONCERT WITH IT)**

*Financial Adviser to
J&A Investment Limited*



Karl Thomson Financial Advisory Limited

*Independent Financial Adviser to
the Independent Privateco Shareholders*

 **大有融資有限公司
MESSIS CAPITAL LIMITED**

CLOSE OF THE PRIVATECO OFFER AND THE LEVEL OF ACCEPTANCE

The Privateco Offer made by Karl Thomson Securities on behalf of J&A Investment was closed at 4:00 p.m. on Wednesday, 5 December 2012.

As at 4:00 p.m. on Wednesday, 5 December 2012, being the latest time for acceptance of the Privateco Offer, J&A Investment had received valid acceptances in respect of a total of 235,626,622 Privateco Shares under the Privateco Offer, representing approximately 37.00% of the total issued share capital of Privateco as at the date of this joint announcement. The Privateco Offer has not been revised or extended.

Reference is made to the joint announcement dated 23 August 2012 and the composite offer and response document (the “**Privateco Offer Composite Document**”) dated 14 November 2012 in relation to, among other things, the unconditional voluntary cash offer made by J&A Investment Limited (“**J&A Investment**”) for all the issued shares in Karfun Investments Limited (“**Privateco**”) (other than those already owned or agreed to be acquired by J&A Investment and parties acting in concert with it) which were jointly issued by J&A Investment and Privateco. Unless the context requires otherwise, capitalised terms used in this joint announcement shall have the same meanings as defined in the Privateco Offer Composite Document.

CLOSE OF THE PRIVATECO OFFER AND THE LEVEL OF ACCEPTANCE

The Privateco Offer made by Karl Thomson Securities on behalf of J&A Investment was closed at 4:00 p.m. on Wednesday, 5 December 2012.

As at 4:00 p.m. on Wednesday, 5 December 2012, being the latest time for acceptance of the Privateco Offer, J&A Investment had received valid acceptances in respect of a total of 235,626,622 Privateco Shares under the Privateco Offer, representing approximately 37.00% of the total issued share capital of Privateco as at the date of this joint announcement. The Privateco Offer has not been revised or extended.

Remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty) payable under the Privateco Offer will be posted to the relevant Independent Privateco Shareholders by ordinary post at their own risk as soon as possible, but in any event within seven Business Days after the receipt of duly completed acceptances by the Registrar.

SHAREHOLDING STRUCTURE OF PRIVATECO

Immediately before the commencement of the offer period (as defined under the Takeovers Code), Karl Thomson Holdings Limited, being the subsidiary of J&A Investment was interested in 10,000 Privateco Shares, representing 100% of the total issued share capital of Privateco and J&A Investment did not hold any Privateco Shares directly. Save as disclosed above, the parties acting in concert with J&A Investment did not hold, control or direct any Privateco Shares immediately before the commencement of the offer period (as defined under the Takeovers Code). Upon the completion of the Distribution In Specie on 7 November 2012, J&A Investment and parties acting in concert with it became interested in 318,718,000 Privateco Shares, representing approximately 50.05% of the total issued share capital of Privateco.

Taking into account 235,626,622 Privateco Shares (representing approximately 37.00% of the total issued share capital of Privateco as at the date of this joint announcement) received from

valid acceptances under the Privateco Offer, J&A Investment and parties acting in concert with it are interested in 554,344,622 Privateco Shares, representing approximately 87.05% of the total issued share capital of Privateco as at the date of this joint announcement.

Upon the close of the Privateco Offer and as at the date of this joint announcement, there are 82,498,990 Privateco Shares, representing approximately 12.95 of the total issued share capital of Privateco, held by the Independent Privateco Shareholders.

Save for the Distribution In Specie under which an aggregate of 318,718,000 were issued to J&A Investment, J&A Investment and parties acting in concert with it had not acquired or agreed to acquire any securities of the Privateco or rights over the Privateco Shares during the offer period. J&A Investment and parties acting in concert with it had not borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Privateco during the offer period either.

By order of the Board
J&A Investment Limited
Lam Kwok Hing
Director

By order of the Board
Karfun Investments Limited
Lam Kwok Hing
Director

Hong Kong, 5 December 2012

As at the date of this joint announcement, the directors of J&A Investment are Mr. Lam Kwok Hing and Mr. Nam Kwok Lun.

As at the date of this joint announcement, the directors of Privateco are Mr. Lam Kwok Hing and Mr. Nam Kwok Lun.

All directors of J&A Investment and Privateco jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.