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TOP FORM INTERNATIONAL LIMITED

黛麗斯國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 333)

INSIDE INFORMATION

CHANGE IN SHAREHOLDING OF SUBSTANTIAL SHAREHOLDER

This announcement is made by Top Form International Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors of the Company (the “**Board**”) has been informed that on 19 June 2015, High Union Holdings Inc. (“**High Union**”) and Triple Gains Ventures Limited (“**TGV**”) entered into a sale and purchase agreement with V.F. Corporation (“**VFC**”, a shareholder of the Company holding 21,200,000 shares, representing approximately 9.86% of the issued share capital of the Company), pursuant to which VFC agreed to sell its entire shareholding in the Company to High Union as to 17,200,000 shares, representing approximately 8% of the issued share capital of the Company and to TGV as to 4,000,000 shares, representing approximately 1.86% of the issued share capital of the Company, at a price of HK\$2.17 per share (together “**Shares Sale**”), subject to and upon the terms and conditions specified therein.

As at the date of this announcement, to the best knowledge of the Board (for the avoidance of doubt, the share interests disclosed below do not include the 21,200,000 shares to be acquired by High Union and TGV by virtue of the Shares Sale):

- (1) High Union is a substantial shareholder of the Company currently holding in aggregate 35,118,319 shares, representing approximately 16.33% of the issued share capital of the Company. The entire issued share capital of High Union is held by Safeguard Trustee Limited, a trustee of a family trust of which Mr. Wong Chung Chong (“**Mr. Wong**”), the Chairman of the Company, is the settlor and Mr. Wong Kai Chi Kenneth (“**Mr. Kenneth Wong**”) and Mr. Wong Kai Chung Kevin (“**Mr. Kevin Wong**”), the Managing Director and the Vice Chairman of the Company respectively, are eligible beneficiaries. Each of Mr. Wong, Mr. Kenneth Wong and Mr. Kevin Wong is deemed to be interested in the 16.33% share interests held by High Union.

* *For identification purpose only*

(2) TGV is a company incorporated in the British Virgin Islands wholly owned by Mr. Kevin Wong, Mr. Kenneth Wong and Mr. Wong Kai Chun, Keith, the youngest brother of Mr. Kevin Wong and Mr. Kenneth Wong.

Completion of the Shares Sale is expected to be on or around 22 June 2015.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

On Behalf of the Board
Top Form International Limited
Wong Chung Chong
Chairman

Hong Kong, 19 June 2015

As at the date of this announcement, the Board comprises Mr. Wong Chung Chong, Mr. Wong Kai Chi, Kenneth and Mr. Wong Kai Chung, Kevin as executive directors; Mr. Fung Wai Yiu, Mr. Lucas A.M. Laureys and Mr. Herman Van de Velde as non-executive directors; and Mr. Marvin Bienenfeld, Mr. Chow Yu Chun, Alexander, Ms. Leung Churk Yin, Jeanny, Mr. Leung Ying Wah, Lambert and Mr. Lin Sun Mo, Willy as independent non-executive directors.