ANNOUNCEMENT OF
FURTHER DRAWDOWN OF US$100,000,000 4.50 PER CENT. NOTES DUE 2025 UNDER MEDIUM TERM NOTE AND PERPETUAL SECURITIES PROGRAMME

Reference is made to the announcement of the Company on 11 August 2020 in relation to the issuance of the Original Notes.

The Board is pleased to announce that on 17 August 2020, the Company entered into the Subscription Agreement to carry out a further drawdown under the Programme to offer and issue the New Notes in an aggregate nominal amount of US$100,000,000 on 24 August 2020. The New Notes, once issued, will be consolidated and form a single series with the Original Notes, and will rank pari passu with the Original Notes. The New Notes are exempt from, and not subject to, the registration requirements under the U.S. Securities Act. Completion of the issue of the New Notes is subject to the satisfaction or waiver of the conditions precedent set forth in the Subscription Agreement.

The New Notes are denominated in U.S. dollars, will have a maturity date of 18 August 2025 and will bear a fixed interest rate of 4.50 per cent. per annum during their term. The issue price of the New Notes will be 100 per cent. of the nominal amount of the New Notes plus the accrued interest in respect of the period from, and including 18 August 2020 to, but excluding the Closing Date).

FURTHER DRAWDOWN UNDER THE MEDIUM TERM NOTE AND PERPETUAL SECURITIES PROGRAMME BY THE COMPANY

Reference is made to the announcement of the Company on 11 August 2020 in relation to the issuance of the Original Notes.

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The New Notes are denominated in U.S. dollars, will have a maturity date of 18 August 2025 and will bear a fixed interest rate of 4.50 per cent. per annum during their term. The issue price of the New Notes will be 100 per cent. of the nominal amount of the New Notes plus the accrued interest in respect of the period from, and including 18 August 2020 to, but excluding the Closing Date).

The Company currently intends to use the net proceeds from the New Notes for refinancing short term and long term indebtedness, working capital and general corporate purposes.

An application will be made by the Company to the Singapore Exchange Securities Trading Limited (the SGX-ST) for the listing of and permission to deal in the New Notes and such permission will be granted when the New Notes have been admitted to the Official List of the SGX-ST, which is expected to be on or about 25 August 2020.

DEFINITIONS

In this announcement, the following terms have the meanings set forth below unless the context requires otherwise:

“Board” the board of directors of the Company

“Closing Date” 24 August 2020

“Company” Li & Fung Limited, a company incorporated in Bermuda with limited liability

“Hong Kong” the Hong Kong Special Administrative Region of the PRC

“Joint Lead Managers” Mizuho Securities Asia Limited and Standard Chartered Bank

“New Notes” the US$100,000,000 4.50 per cent. notes due 2025 to be issued by the Company on the Closing Date under the Programme which will be consolidated and form a single series with the Original Notes

“Original Notes” the US$300,000,000 4.50 per cent. notes due 2025 to be issued by the Company on 18 August 2020 under the Programme

“Programme” US$2 billion medium term note and perpetual securities programme established by the Company on 11 October 2016

“Subscription Agreement” the subscription agreement entered into between the Company and the Joint Lead Managers on 17 August 2020 in connection with the issue of the New Notes

“U.S. Securities Act” U.S. Securities Act of 1933, as amended

“United States” the United States of America

“US$” U.S. dollar(s), the lawful currency of the United States
As at the date of this announcement, the Directors of the Company include William Fung Kwok Lun, Spencer Theodore Fung, Joseph C. Phi, Edward Lam Sung Lai, Ming Zhi Mei and Wenjing Zhuge.