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**NOBLE JEWELRY HOLDINGS LIMITED**  
**億 鑽 珠 寶 控 股 有 限 公 司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00475)

**ANNOUNCEMENT PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE  
IN RELATION TO THE ISSUE OF SHARES DUE TO  
EXERCISE OF SHARE OPTIONS OF THE COMPANY**

The Board announces pursuant to Rule 3.8 of the Takeovers Code that 23 Optionholders exercised the Share Options to subscribe for an aggregate of 1,910,000 Option Shares at an exercise price of HK\$1.27 per Option Share on 20 September 2011. Among them, four Directors, namely Mr. Tang Chee Kwong, Ms. Chan Lai Yung, Mr. Tsang Wing Ki and Mr. Lai Wang, respectively exercised Share Options to subscribe for 200,000, 200,000, 150,000 and 100,000 Option Shares at an exercise price of HK\$1.27 per Option Share on 20 September 2011. 1,910,000 new Shares, representing approximately 0.70% and 0.70% of the entire issued share capital of the Company immediately before and after such exercise, respectively, were issued to the Optionholders as a result of such exercise.

Reference is made to the joint announcement issued by Noble Jewelry Holdings Limited (the “Company”), Resources Rich Capital Limited and First Prospect Holdings Limited dated 8 September 2011 and the circular of the Company dated 30 September 2011 (the “Circular”). Unless otherwise defined, the capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board announces pursuant to Rule 3.8 of the Takeovers Code that 23 holders of the Share Options (the “Optionholder(s)”) exercised the Share Options to subscribe for an aggregate of 1,910,000 Option Shares at an exercise price of HK\$1.27 per Option Share on 20 September 2011. Among them, four Directors, namely Mr. Tang Chee Kwong, Ms. Chan Lai Yung, Mr. Tsang Wing Ki and Mr. Lai Wang, respectively exercised Share Options to subscribe for 200,000, 200,000, 150,000 and 100,000 Option Shares at an exercise price of HK\$1.27 per Option Share on 20 September 2011. 1,910,000 new Shares, representing approximately 0.70% and 0.70% of the entire issued share capital of the Company immediately before and after such exercise, respectively, were issued to the Optionholders as a result of such exercise.

As at the date of this announcement, the Company has 273,610,000 issued Shares and outstanding issued Share Options which confer the rights to Mr. Chan, being the only Optionholder, to subscribe for an aggregate of 200,000 Option Shares at HK\$1.27 per Option Share. Save for the above, the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) as at the date of this announcement.

In accordance with Rule 3.8 of the Takeovers Code, the associates of the Company and Resources Rich are hereby reminded to disclose their dealings in the securities of the Company pursuant to the Takeovers Code.

In accordance with Rule 3.8 of the Takeovers Code, the full text of Note 11 to Rule 22 of the Takeovers Code is reproduced below:

***“Responsibilities of stockbrokers, banks and other intermediaries***

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediates are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediates will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

By Order of the Board  
**Noble Jewelry Holdings Limited**  
**Mr. Chan Yuen Hing**  
Chairman

Hong Kong, 12 October 2011

*As at the date of this announcement, the Board comprises six executive Directors, namely Mr. Chan Yuen Hing, Mr. Tang Chee Kwong, Ms. Chan Lai Yung, Mr. Lai Wang, Mr. Setiawan Tan Budi and Mr. Tsang Wing Ki and three independent non-executive Directors, namely Mr. Chan Cheong Tat, Mr. Tang Chiu Ming Frank and Mr. Yu Ming Yang.*

*The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*The English text of this announcement shall prevail over its Chinese text.*