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GREEN INTERNATIONAL

Holdings Limited

格林國際控股有限公司

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格林國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2700)

**APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER; AND
DELAY IN DISPATCH OF CIRCULAR IN RELATION TO
SUBSCRIPTION OF CONVERTIBLE BONDS**

Reference is made to (i) the announcement of Green International Holdings Limited (the “**Company**”) dated 26 January 2018 (the “**Announcement**”) (as clarified by the Company’s announcements dated 29 January and 1 February 2018) in relation to, inter alia, the subscription of the Convertible Bonds (1) by HK Yinger under HK Yinger Specific Mandate constituting a connected transaction; and (2) by Zheyin Tianqin under Zheyin Tianqin Specific Mandate and the Increase in Authorized Share Capital. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Announcement.

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The Board is pleased to announce that Red Sun Capital Limited, a corporation licensed to carry out type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders regarding the terms of the HK Yinger CB Subscription Agreement and the HK Yinger Specific Mandate and as to voting at the EGM. The appointment of Red Sun Capital Limited as the Independent Financial Adviser has been approved by the Independent Board Committee pursuant to the Listing Rules.

The letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders will be included in the circular to be dispatched by the Company to the Shareholders.

DELAY IN DISPATCH OF CIRCULAR

As disclosed in the Announcement, a circular (the “**Circular**”) containing, among other matters, (i) further information on the HK Yinger CB Subscription Agreement and Zheyin Tianqin CB Subscription Agreement and the transactions contemplated thereunder and the grant of the Specific Mandates; (ii) the recommendation of the Independent Board Committee to the Independent Shareholders regarding the terms of the HK Yinger CB Subscription Agreement; (iii) a letter from the Independent Financial Adviser containing their advice to the Independent Board Committee and the Independent Shareholders regarding the terms of the HK Yinger CB Subscription Agreement; and (iv) the notice of the EGM, is expected to be dispatched to the Shareholders on or before 13 February 2018.

As additional time is required for the Company to prepare and finalise certain information to be included in the Circular, it is expected that the dispatch of the Circular will be delayed to a date on or before 28 February 2018.

By Order of the Board
Green International Holdings Limited
Zeng Xiang Di
Chief Executive Officer

Hong Kong, 13 February 2018

As at the date of this announcement, the executive Directors are Dr. Yu Qigang (Chairman), Mr. Zeng Xiang Di (Chief Executive Officer), Mr. Yang Wang Jian, Mr. Chen Hanhong and Ms. Eva Au; the non-executive Director is Ms. Yu Jiaoli; and the independent non-executive Directors are Mr. Wu Hong, Mr. David Tsoi, Mr. Wang Chunlin and Ms. Sun Zhili.