

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities.*



## **WUZHOU INTERNATIONAL HOLDINGS LIMITED**

### **五洲國際控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 01369)**

### **SUPPLEMENTAL ANNOUNCEMENT ISSUE OF CONVERTIBLE NOTES UNDER GENERAL MANDATE**

Reference is made to the announcement dated 29 August 2018 (the “**Announcement**”) of Wuzhou International Holdings Limited (the “**Company**”) in relation to the issue of the Notes under the General Mandate. Unless expressly defined otherwise, capitalized terms used herein shall have the same meaning as those defined in the Announcement.

The initial Conversion Price was agreed to be HK\$0.048 per Share, which is below the par value of Share of US\$0.01 each. Under such circumstance, the Company would not be able to issue the Conversion Share unless the par value of the Shares is changed such that it is below the Conversion Price.

The Company was fully aware of such situation before entering into the Subscription Agreement and, as already disclosed in the Announcement, Completion of the Subscription shall be conditional upon, inter alia, the Company has carried out the necessary capital reorganization (including but not limited to subdivision of Shares) in compliance with the applicable laws and rules. The said condition precedent was incorporated into the Subscription Agreement such that the Company will only proceed with the issue of the Notes after, inter alia, completion of the change of the par value of the Share.

The management of the Company is now carrying out internal discussion on the proposed capital reorganization and further announcement will be made when there is any update on the same.

By Order of the Board  
**WUZHOU INTERNATIONAL HOLDINGS LIMITED**  
**Shu Cecheng**  
*Chairman*

Hong Kong, 30 August 2018

*As at the date of this announcement, the Board comprises six executive Directors, being Mr. Shu Cecheng (Chairman), Mr. Shu Cewan (Chief Executive Officer), Mr. Zhu Yongqiu, Mr. Shen Xiaowei, Ms. Cai Qiaoling and Mr. Zhou Chen, and three independent non-executive Directors, being Dr. Song Ming, Prof. Shu Guoying and Mr. Liu Chaodong*