

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.

CIMC ENRIC

CIMC Enric Holdings Limited
中集安瑞科控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3899)

ADJUSTMENT TO CONVERSION PRICE OF HK\$1,680,000,000 ZERO COUPON CONVERTIBLE BONDS DUE 2026

The Company announces that in accordance with the terms and conditions of the Bonds and as a result of the approval of the Dividend by the Shareholders at the AGM, the Conversion Price per Conversion Share shall be adjusted from HK\$11.78 to HK\$11.49. The Adjustment has taken effect from 7 June 2022. Apart from the Adjustment, all other terms and conditions of the Bonds remain unchanged.

Reference is made to (i) the announcements of CIMC Enric Holdings Limited (the “**Company**”) dated 17 November 2021 and 30 November 2021 (the “**Bonds Announcements**”) in relation to the issuance of HK\$1,680,000,000 zero coupon convertible bonds due 2026 (the “**Bonds**”) and (ii) the poll results announcement of the Company dated 20 May 2022 (the “**Poll Results Announcement**”) for the annual general meeting of the Company held on 20 May 2022 (the “**AGM**”). Capitalised terms used but not otherwise defined herein shall have the same meanings as ascribed to them in the Bonds Announcements.

ADJUSTMENT TO THE CONVERSION PRICE

The terms and conditions of the Bonds provided that if and whenever the Company shall pay or make any Capital Distribution to the Shareholders, the Conversion Price shall be adjusted by multiplying the Conversion Price in force immediately before such Capital Distribution by the following fraction:

$$\frac{(A - B)}{A}$$

where:

- A is the Current Market Price per Share on the date on which the Capital Distribution is first publicly announced; and
- B is the fair market value of the portion of the Capital Distribution attributable to one Share.

Such adjustment shall become effective on the date that such Capital Distribution is actually made or paid or if a record date is fixed therefor, immediately after such record date.

On 24 March 2022, the Board had declared a final dividend of HK\$0.21 per Share for the year ended 31 December 2021 (the “**Dividend**”). Pursuant to the Poll Results Announcement, at the AGM, the Shareholders had approved the declaration and payment by the Board of the Dividend to the Shareholders whose names appeared on the register of members of the Company as at 4:30 p.m. on 6 June 2022 (the “**Record Date**”). Accordingly, pursuant to the terms and conditions of the Bonds, the Conversion Price per Conversion Share shall be adjusted from HK\$11.78 to HK\$11.49 effective from 7 June 2022 (Hong Kong time), being the day immediately after the Record Date, in connection with the Dividend (the “**Adjustment**”). Save as disclosed above, all other terms and conditions of the Bonds remain unchanged.

As at the date of this announcement, the total outstanding principal amount of the Bonds is HK\$1,680,000,000. Following the Adjustment and assuming full conversion of the Bonds, the Bonds will be convertible into 146,214,099 Conversion Shares, representing an increase of 3,599,498 Conversion Shares (the “**Additional Conversion Shares**”) from the original 142,614,601 Conversion Shares based on the initial Conversion Price of HK\$11.78 per Conversion Share.

The Additional Conversion Shares will be issued and allotted pursuant to the general mandate granted to the Directors by a resolution of the Shareholders passed at the AGM (the “**General Mandate**”). The Company has not fully utilised the General Mandate as at the date of this announcement.

An application will be made by the Company to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for the listing of, and permission to deal in, the Additional Conversion Shares on the Stock Exchange in due course.

By order of the Board
CIMC Enric Holdings Limited
GAO Xiang
Chairman

Hong Kong, 13 July 2022

As at the date of this announcement, the Board consists of Mr. Gao Xiang (Chairman) as non-executive Director, Mr. Yang Xiaohu (General Manager) as executive Director; Mr. Yu Yuqun, Mr. Wang Yu and Mr. Zeng Han as non-executive Directors; and Ms. Yien Yu Yu, Catherine, Mr. Tsui Kei Pang, Mr. Zhang Xueqian and Mr. Wang Caiyong as independent non-executive Directors.