

*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.*



## **RUIXIN INTERNATIONAL HOLDINGS LIMITED**

**瑞鑫國際集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 724)**

### **PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL**

References are made to the announcements of Ruixin International Holdings Limited (the “**Company**”) dated 12 November 2018 and 3 December 2018 in relation to, among other things, the entering into of the Deed of Further Variation 2018 which constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules (the “**Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements, unless otherwise specified.

As at the date of this announcement, the existing authorised share capital of the Company is HK\$300,000,000 divided into 30,000,000,000 Shares with a par value of HK\$0.01 each, out of which 13,889,198,580 Shares are in issue, representing approximately 46.30% of the authorised share capital of the Company.

In order to facilitate the issuance of the Conversion Shares falling to be allotted and issued upon an exercise of the conversion rights attaching to the outstanding Convertible Notes in an aggregate principal amount of HK\$158,400,000 in accordance with the conditions of the Convertible Notes as varied by the Deed of Further Variation 2018, the Board proposes to increase the authorised share capital of the Company to HK\$600,000,000 divided into 60,000,000,000 Shares by the creation of additional 30,000,000,000 new Shares (the “**Increase in Authorised Share Capital**”), which shall rank *pari passu* with the existing Shares in all respects upon allotment and issue.

The Increase in Authorised Share Capital is subject to the approval of the Shareholders by way of passing an ordinary resolution at the SGM.

A circular will be despatched to the Shareholders as soon as practicable in accordance with the Listing Rules setting out, among others, further details of the Increase in Authorised Share Capital. The circular is expected to be despatched on or before 21 December 2018.

By Order of the Board  
**Ruixin International Holdings Limited**  
**Huang Hanshui**  
*Executive Director*

Hong Kong, 7 December 2018

*As at the date of this announcement, the Board comprises Mr. Wang Zhaofeng (Chairman), Mr. Lam Yat Keung and Mr. Huang Hanshui as executive Directors; and Mr. Ho Chi Fai, Ms. Liu Yanfang and Mr. Zhang Jue as independent non-executive Directors.*