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**ANNOUNCEMENT**  
**FINAL RESULTS OF OFFER TO REPURCHASE FOR CASH**  
**BY**  
**eSUN INTERNATIONAL FINANCE LIMITED**  
**(“COMPANY”)**

*(Incorporated in the British Virgin Islands with limited liability)*

**ANY AND ALL OF THE COMPANY’S CNY650,000,000**  
**8.375 PER CENT. SECURED GUARANTEED NOTES DUE 2018**  
**(Stock Code: 85978)**

**Guaranteed by**



**eSun Holdings Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 571)**

**with the benefit of a Keepwell and Security Shortfall Support Deed**  
**and a Deed of Equity Interest Purchase Undertaking by**



**LAI SUN DEVELOPMENT**

Lai Sun Development Company Limited

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 488)**

This announcement is made pursuant to the disclosure obligations under Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Listing Rules.

The Company hereby announces the final results of the Offer to purchase for cash any and all of the Notes and the Proposal which commenced on 24 May 2016.

This announcement is made pursuant to the disclosure obligations under Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Listing Rules.

Reference is made to the announcements of the Company dated 24 May 2016 (“**Announcement**”) and 13 June 2016 in relation to the commencement and indicative results, respectively, of the offer to purchase for cash any and all of its outstanding CNY650,000,000 8.375% secured guaranteed notes due 2018 (“**Notes**”) at the Purchase Price of 100 per cent. of their principal amount together with payment of any Accrued Interest on such Notes (“**Offer**”). Capitalised terms not otherwise defined herein shall have the same meanings given to them in the Announcement.

Concurrently with the announcement of the Offer, the Company announced a solicitation of consents from the Noteholders to make certain modifications to the Conditions of the Notes (“**Proposal**”), to release the security currently securing the Notes, to release the funds standing to the credit of the Interest Reserve Accounts for the Notes and to release the Keepwell and Security Shortfall Deed and the Deed of Equity Interest Purchase Undertaking each given by Lai Sun Development Company Limited in relation to the Notes and to include in the Conditions an Early Redemption Option entitling the Issuer to redeem any outstanding Notes following the completion of the Offer at any time prior to 19 September 2016. A Consent Fee of 0.50 per cent. of the principal amount of Notes tendered or separately voting in favour of the Proposal is to be paid.

The Offer expired at 9:00 a.m. (Hong Kong time) on 14 June 2016 (“**Expiration Deadline**”).

The Company announces that, as at the Expiration Deadline, the Company had received valid tenders of CNY580,810,000 in aggregate principal amount of the Notes (representing 89.36 per cent. of the aggregate principal amount of the Notes) for repurchase.

The Company also announces that at the Meeting convened by the Notice of Meeting and held at the offices of Clifford Chance at 27/F, Jardine House, One Connaught Place, Central, Hong Kong on 16 June 2016, the Extraordinary Resolution in respect of the Proposal was duly passed. Accordingly, the Supplemental Trust Deed, the releases in relation to the release of the Released Security and the termination deeds in relation to the termination of the Relevant Documents were executed on 16 June 2016 following the Meeting, and the release of the Released Security, the termination of the Relevant Documents, the release of the funds from the Interest Reserve Account and the amendments referred to in the Extraordinary Resolution and set out in the Supplemental Trust Deed (including, among other things, the Early Redemption Option) have become effective on 16 June 2016.

The Company has decided to accept for repurchase all such Notes validly tendered pursuant to the Offer. The Notes repurchased by the Company will be cancelled.

Payment of the Purchase Price and the Accrued Interest in respect of the Notes validly tendered pursuant to the Offer and accepted for repurchase will be made on the Settlement Date. In addition, the Company will pay the Consent Fee to the Noteholders who have validly submitted instructions in favour of the Extraordinary Resolution in respect of the Proposal (whether in the form of a Tender Instruction or a separate vote in favour of the Proposal) on the Settlement Date. The aggregate amount to be paid by the Company to the Noteholders for the repurchase of the Notes tendered pursuant to the Offer and the payment of the Consent Fee is approximately CNY608,034,000 (which includes the Accrued Interest).

Following settlement of the Offer, CNY69,190,000 in aggregate principal amount of the Notes will remain outstanding (“**Outstanding Notes**”). However, the Company intends to give notice to Noteholders on 16 June 2016 of the redemption of the Outstanding Notes and, following such notice, to redeem all Outstanding Notes on the Settlement Date.

HSBC acted as the sole Dealer Manager, and Lucid Issuer Services Limited acted as the Tender Agent in relation to the Offer and the Proposal.

For and on behalf of  
**eSun Holdings Limited**  
**Lui Siu Tsuen, Richard**  
*Executive Director and*  
*Chief Executive Officer*

Hong Kong, 16 June 2016

*As at the date of this announcement, the board of directors of eSun International Finance Limited comprises Messrs. Lui Siu Tsuen, Richard, Chew Fook Aun and Lam Hau Yin, Lester.*

*As at the date of this announcement, the board of directors of eSun Holdings Limited comprises four Executive Directors, namely Messrs. Lui Siu Tsuen, Richard (Chief Executive Officer), Chew Fook Aun, Lam Hau Yin, Lester and Yip Chai Tuck; two Non-executive Directors, namely Madam U Po Chu and Mr. Andrew Y. Yan; and four Independent Non-executive Directors, namely Messrs. Low Chee Keong (Chairman), Lo Kwok Kwei, David and Alfred Donald Yap and Dr. Ng Lai Man, Carmen.*

*As at the date of this announcement, the board of directors of Lai Sun Development Company Limited comprises four executive directors, namely Dr. Lam Kin Ngok, Peter (Chairman) and Messrs. Chew Fook Aun (Deputy Chairman), Lau Shu Yan, Julius (Chief Executive Officer) and Lam Hau Yin, Lester; two non-executive directors, namely Dr. Lam Kin Ming and Madam U Po Chu; and three independent non-executive directors, namely Messrs. Lam Bing Kwan, Leung Shu Yin, William and Ip Shu Kwan, Stephen.*