

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.



SHENZHOU INTERNATIONAL GROUP HOLDINGS LIMITED
(申洲國際集團控股有限公司*)

(Incorporated in the Cayman Islands with Limited Liability)

(Stock Code: 2313)

HK\$3,900,000,000 0.50% Convertible Bonds due 2019

(Stock code: 5762)

EARLY REDEMPTION OF THE
0.5% CONVERTIBLE BONDS DUE 2019

References are made to the announcement of Shenzhou International Group Holdings Limited (the “**Company**”) dated 22 May 2014 and 18 June 2014 (the “**Announcements**”) in relation to the issue of the HK\$3,900,000,000 0.50% Convertible Bonds due 2019 (the “**Bonds**”). Unless the context otherwise requires, capitalized terms and expressions used herein shall have the same meaning as those used in the Announcements.

The Board announces that as the Conversion Rights in respect of 90 per cent. or more in the principal amount of the Bonds have been exercised as at the date of this announcement, the Company has served the Optional Redemption Notice to the Trustee and the Bondholders and will redeem all outstanding Bonds in whole on 9 October 2017 (the “**Optional Redemption Date**”) in accordance with the terms and conditions of the Bonds.

As at the date of this announcement, the Conversion Price of the Bonds is HK\$37.01 per Share.

The last day on which Conversion Rights may be exercised shall be 28 September 2017.

* *for identification purposes only*

As at 1 September 2017, being the latest practicable date prior to the date of this announcement, the Closing Price and Current Market Price (being the average of the daily Closing Price on each of the twenty consecutive Trading Days ending on and including the Trading Day immediately preceding such date) of the Shares is HK\$63.40 and HK\$56.88, respectively.

The Early Redemption Amount and the accrued interest payable on the Optional Redemption Date is HK\$2,050,500.75 and HK\$3,083.33, respectively, for each HK\$2,000,000 principal amount of the Bonds. The payment of the Early Redemption Amount and the accrued interest will be made in accordance with the terms and conditions of the Bonds.

As at 1 September 2017, being the latest practicable date prior to the date of this announcement, the aggregate principal amount of the Bonds outstanding is HK\$82,000,000.00.

Following the Optional Redemption Date, the Bonds will be cancelled and the Company intends to complete any formalities in relation to the delisting of the Bonds on Hong Kong Stock Exchange.

It is recommended that Bondholders seek their own legal, financial or other advice as to the impact of the early redemption.

Shareholders and potential investors of the Company should proceed with caution when dealing in securities of the Company.

By Order of the Board
Shenzhou International Group Holdings Limited
Ma Jianrong
Chairman

Hong Kong, 4 September 2017

As at the date of this announcement, the five executive directors of the Company are Mr. Ma Jianrong, Mr. Huang Guanlin, Mr. Ma Renhe, Mr. Wang Cunbo and Ms. Chen Zhifen; and the three independent non-executive directors are Mr. Chen Xu, Mr. Jiang Xianpin and Mr. Qiu Weiguo.