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AGILE GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3383)

**ISSUANCE OF ADDITIONAL USD100 MILLION SENIOR
PERPETUAL CAPITAL SECURITIES (TO BE CONSOLIDATED
AND FORM A SINGLE SERIES WITH THE USD400 MILLION
SENIOR PERPETUAL CAPITAL SECURITIES ISSUED
ON 7 MARCH 2018)**

Reference is made to the announcement of the Company dated 26 March 2018 (the “**Announcement**”) in respect of the issuance of Additional Securities. Unless otherwise defined, capitalised terms used herein have the same meanings as those defined in the Announcement.

The Board is pleased to announce that on 26 March 2018, the Company, UBS and Orient Securities (Hong Kong) Limited (“**Orient Securities (Hong Kong)**”) entered into the subscription agreement in connection with the issuance of the Additional Securities at the offering price of 99.25% (to be consolidated and form a single series with the Original Securities).

UBS is the sole global coordinator, and UBS and Orient Securities (Hong Kong) are the joint bookrunners and joint lead managers of the offer and sale of the Additional Securities. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, each of UBS and Orient Securities (Hong Kong) is an independent third party and not a connected person of the Company.

The principal terms of the Additional Securities are the same as the terms of the Original Securities, other than the issue date which will be expected to be on 4 April 2018 and the offering price.

The Additional Securities will initially be represented by a temporary global certificate with a temporary ISIN/Common Code during the 40-day distribution compliance period pursuant to Regulation S under the Securities Act, as amended, but thereafter will be replaced by a permanent global certificate with the same ISIN/Common Code number as the Original Securities.

The estimated net proceeds of the issuance of the Additional Securities, after deducting the underwriting discount and commissions and other estimated expenses payable in connection therewith, will amount to approximately USD98.0 million and the Company intends to use the net proceeds for refinancing of certain of its existing indebtedness. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

The approval-in-principle for the application to the SGX-ST for the listing and quotation of the Additional Securities on the SGX-ST has been obtained. Admission to the Official List of the SGX-ST and quotation of the Additional Securities on the SGX-ST is not to be taken as an indication of the merits of the Company or any other subsidiary or associated company of the Company or the Additional Securities. SGX-ST assumes no responsibility for the correctness of any of the statements made or opinions expressed or reports contained in this announcement. No listing of the Additional Securities has been or will be sought in Hong Kong.

The Additional Securities will only be offered, sold or delivered to non-U.S. persons (as defined in Regulation S under the Securities Act) outside the United States in offshore transactions in compliance with Regulation S under the Securities Act. None of the Additional Securities will be offered to the public in Hong Kong.

By Order of the Board
Agile Group Holdings Limited
LAM Ping Yuk
Company Secretary

Hong Kong, 27 March 2018

As at the date of this announcement, the Board comprises twelve members, being Mr. Chen Zhuo Lin (Chairman and President), Mr. Chan Cheuk Yin** (Vice Chairperson), Madam Luk Sin Fong, Fion** (Vice Chairperson), Mr. Chan Cheuk Hung*, Mr. Huang Fengchao*, Mr. Chen Zhongqi*, Mr. Chan Cheuk Hei**, Mr. Chan Cheuk Nam**, Dr. Cheng Hon Kwan#, Mr. Kwong Che Keung, Gordon#, Mr. Hui Chiu Chung, Stephen# and Mr. Wong Shiu Hoi, Peter#.*

* *Executive Directors*

** *Non-executive Directors*

Independent Non-executive Directors