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Centron Telecom International Holding Limited

(In Provisional Liquidation)

星辰通信国际控股有限公司

(臨時清盤中)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1155)

**MONTHLY PROGRESS UPDATE ON THE PROPOSED SUBSCRIPTION
PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made by Centron Telecom International Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 3.7 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”).

References are made to the following announcements made by the Company:

- (i) 4 May 2018 (the “**MOU Announcement**”) in relation to the non-legally binding memorandum of understanding entered into between the Company and Shine Wonders Limited (the “**Investor**”) relating to the proposed restructuring of the finances of the Group;
- (ii) 24 May 2018 in supplemental to the MOU Announcement setting forth the relevant details of the Subscription by the Investor;
- (iii) the announcements dated 22 June, 20 July, 31 August, 2 October, 3 December 2018 and 3 January and 1 March 2019 (“**March Update Announcement**”) in relation to the monthly progress update on the proposed transaction pursuant to Rule 3.7 of the Takeovers Code; and
- (iv) announcements dated 2 August, 8 August, 2 November 2018 and 1 February 2019 in relation to, among other matters, updates on the progress of the Company’s resumption plan and business operations.

Unless otherwise stated, capitalised terms used herein shall have the same meanings as ascribed thereto in the March Update Announcement.

The Board wishes to update the shareholders of the Company that since the March Update Announcement and as at the date of this announcement, the Company and the Investor have reached the advanced stage of negotiation and is close to finalising the terms and conditions of the Subscription Agreement. The Company is working closely with the Administrators for the Two PRC Subsidiaries. In addition, the Company is working closely with ANDA to agree on a feasible timetable to finalise and publish its 2017 FS. Further announcement will be made in this regard.

Though the Investor and the Company have reached an advanced stage of discussion, additional time is required to finalise the Proposed Restructuring and no commitment or any formal or legally binding agreement in respect of the Subscription has been reached or entered into between the Company and the Investor as at the date of this announcement.

The Company will make further announcement(s) relating to any further material development of the above matters as and when appropriate. The Company will also inform the market of all material information for the shareholders and potential investors of the Company to appraise the Company's position as and where appropriate.

In addition, in accordance with Rule 3.7 of the Takeovers Code, monthly announcement(s) will be made until announcement of firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code.

WARNINGS: There is no assurance that the Subscription will materialise or eventually be consummated and the relevant discussions may or may not lead to a general offer under Rule 26.1 of Takeovers Code. The Subscription and/or the Proposed Restructuring may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 3 April 2018 and will continue to suspend until further notice pending fulfillment of the Resumption Conditions.

By order of the Board
Centron Telecom International Holding Limited
(In Provisional Liquidation)
Dai Guohuang
Chairman of the Board and executive Director

Hong Kong, 1 April 2019

As at the date of this announcement, the Board comprises Mr. Dai Guohuang as executive Director, Mr. Wong Tang Thomas as non-executive Director and Mr. Chung Wai Man, Mr. Lam Tin Faat and Mr. Xiao Zufa as independent non-executive Directors.

The Directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.