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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 USD600 MILLION SENIOR PERPETUAL CAPITAL SECURITIES ISSUED ON 4 JUNE 2019)**

Reference is made to the announcements of the Company dated 27 May 2019 and 28 May 2019 (the “**Announcements**”) in respect of the issuance of USD600 million senior perpetual capital securities (the “**Original Securities**”). Unless otherwise defined, capitalised terms used herein have the same meanings as those defined in the Announcements.

The Board is pleased to announce that on 14 June 2019, the Company and Goldman Sachs (Asia) L.L.C. (“**Goldman Sachs**”) entered into the subscription agreement in connection with the issuance of additional USD100 million senior perpetual capital securities (the “**Additional Securities**”), to be consolidated and form a single series with the Original Securities.

Goldman Sachs is the sole global coordinator, sole bookrunner and sole lead manager (the “**Sole Lead Manager**”) of the offer and sale of the Additional Securities. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, Goldman Sachs 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 is expected to be on 21 June 2019 (the “**Closing Date**”) and the issue price of 100.0% to the Sole Lead Manager plus accrued distributions from (and including) 4 June 2019 to (but excluding) the Closing Date.

The Company intends to use the net proceeds for refinancing of certain existing indebtedness. The Company may adjust its plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

Application will be made to the SGX-ST for the listing and quotation of the Additional Securities on the SGX-ST. 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, 14 June 2019

*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*