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Ronshine China Holdings Limited

融信中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3301)

ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made by Ronshine China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that the Company as the borrower (the “**Borrower**”), entered into a facility agreement (the “**Facility Agreement**”) dated 23 September 2019 with, among others, (i) Rongda Company Limited and Rongtai Company Limited, being the wholly-owned subsidiaries of the Company, as the original guarantors, (ii) Hang Seng Bank Limited, China Minsheng Banking Corp., Ltd., Hong Kong Branch, Industrial and Commercial Bank of China (Asia) Limited, China Construction Bank (Asia) Corporation Limited, and Chiyu Banking Corporation Limited as the mandated lead arrangers; and (iii) Hang Seng Bank Limited, as the coordinator, agent and security trustee (the “**Original Lenders**”), pursuant to which the Original lenders have agreed to make available dual-currency term loan facilities in the amount of HK\$815,500,000 (the “**Loan Facilities**”, each a “**Loan Facility**”) to the Borrower for a term of 36 months from the date of the Facility Agreement.

Pursuant to the Facility Agreement, it will be an event of default if (i) Mr Ou Zonghong (歐宗洪) (“**Mr. Ou**”), his spouse and the Ou Family Trust which is a discretionary trust established by Mr. Ou Guofei (the son of Mr. Ou) as the settlor with Mr. Ou being the protector and TMF (Cayman) Ltd. as the trustee, (collectively the “**Ou Family**”) ceases to (1) remain as the single largest shareholder of the Borrower; (2) own at least 51% of the issued shares of the Borrower; or (3) maintain control of the Borrower, and (ii) Mr. Ou ceases to remain or continue to act as the Chairman of the Board. In case of an event of default, the commitments under the Loan Facilities may be cancelled and all or part of the loans, together with accrued interest, may become immediately due and payable and/or all or part of the loans may become payable on demand.

As at the date of this announcement, the Ou Family beneficially owns approximately 65.05% of the issued share capital of the Company through Dingxin Company Limited, and is the controlling shareholder of the Company within the meaning of the Listing Rules.

The Company shall continue to make relevant disclosures in the subsequent interim and annual reports of the Company pursuant to Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the obligation under Rule 13.18 of the Listing Rules continue to exist.

By order of the Board
Ronshine China Holdings Limited
Ou Zonghong
Chairman

Hong Kong, 23 September 2019

As at the date of this announcement, Mr. Ou Zonghong, Ms. Yu Lijuan, Ms. Zeng Feiyan, Mr. Ruan Youzhi and Mr. Zhang Lixin are the executive Directors; Ms. Chen Shucui is the non-executive Director; and Mr. Qu Wenzhou, Mr. Ren Yunan and Mr. Ruan Weifeng are the independent non-executive Directors.