

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.

This announcement is for information purposes only, and does not constitute an invitation or solicitation of an offer to acquire, purchase or subscribe for securities or an invitation to enter into an agreement to do any such things, nor is it calculated to invite any offer to acquire, purchase or subscribe for any securities.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The securities referred to herein will not be registered under the United States Securities Act of 1933, as amended (the “Securities Act”), and may not be offered or sold in the United States except pursuant to an exemption from or in a transaction not subject to, the registration requirements of the Securities Act. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the Company making the offer, its management and financial statements. The Company does not intend to make any public offering of securities in the United States.

NOTICE ON THE STOCK EXCHANGE OF HONG KONG LIMITED

Sun Hung Kai & Co. (BVI) Limited

*(incorporated in the British Virgin Islands with limited liability)
(the “Issuer”)*



*(incorporated in Hong Kong with limited liability)
(the “Guarantor” or “Company”)
(Stock Code: 86)*

**Results of the tender offer to purchase for cash
the U.S.\$361,639,000 4.75 per cent. Guaranteed Notes due 2021
(Stock Code: 5654, ISIN: XS1418634959, Common Code: 141863495)
(the “2021 Notes”)
and
the U.S.\$550,000,000 4.65 per cent. Guaranteed Notes due 2022
(Stock Code: 5267, ISIN: XS1677026350, Common Code: 167702635)
(the “2022 Notes”, together with the 2021 Notes, the “Notes”)
issued by the Issuer and unconditionally and
irrevocably guaranteed by the Company**

Reference is made to the announcement of the Issuer dated 5 November 2019 relating to the Tender Offers (the “**Announcement**”). Capitalised terms used but not otherwise defined in this announcement shall have the meaning given to them in the Announcement.

The Tender Offers expired at 4:00 p.m. London time on 13 November 2019. The Issuer and the Company accordingly announces that it has accepted for purchase U.S.\$111,871,000 in aggregate principal amount of the 2021 Notes and U.S.\$104,814,000 in aggregate principal amount of the 2022 Notes.

The Settlement Date of the Tender Offers is expected to be on or about 15 November 2019 (the “**Settlement Date**”), when payment of the Purchase Price and Accrued Interest for all Notes validly tendered and accepted for purchase will be made. The Financing Condition is expected to be satisfied or waived on or about the Settlement Date.

Further Details

The terms of the Tender Offers are more fully described in the Tender Offer Memorandum. For additional information regarding the conditions of the Tender Offers, please refer to the Tender Offer Memorandum.

The Company has appointed Standard Chartered Bank and UBS AG Hong Kong Branch as the Dealer Managers and D.F. King Limited as the Information and Tender Agent with respect to the Tender Offers.

Copies of the Tender Offer Memorandum and its related documents may be found on the website of Tender Offers or may be requested from the Tender and Information Agent at:

Phone (London):	+44 20 7920 9700
Phone (Hong Kong):	+852 3953 7231
Phone (New York):	+1 212 569 5550
Email:	sunhungkai@dfkingltd.com
Website:	https://sites.dfkingltd.com/sunhungkai/

Any questions or requests for assistance concerning the Tender Offers may be directed to the Dealer Managers at:

Standard Chartered Bank

15/F, Two International Finance Centre
8 Finance Street
Central
Hong Kong

+852 3983 8658 (Hong Kong)

+44 20 7885 5739 (London)

+65 6596 8807 (Singapore)

E-mail: liability_management.sc.com

UBS AG Hong Kong Branch

52/F, Two International Finance Centre
8 Finance Street
Central
Hong Kong

+852 3712 2958 (Alvin Yeo)

+852 2971 7791 (Victor Wong)

E-mail: alvin.yeo@ubs.com

victor-c.wong@ubs.com

14 November 2019

As at the date of this announcement, the directors of the Issuer are Mr. Simon Chow Wing Charn and Mr. Robert James Quinlivan. The executive directors of the Guarantor are Mr. Lee Seng Huang and Mr. Simon Chow Wing Charn; the non-executive directors of the Guarantor are Mr. Peter Anthony Curry and Mr. Jonathan Andrew Cimino; and the independent non-executive directors of the Guarantor are Mr. Evan Au Yang Chi Chun, Mr. David Craig Bartlett, Mr. Alan Stephen Jones and Ms. Jacqueline Alee Leung.