

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.

**NOTICE ON
THE STOCK EXCHANGE OF HONG KONG LIMITED**



AMTD GROUP COMPANY LIMITED

(the "Company")

(Incorporated in the British Virgin Islands with limited liability)

**U.S.\$200,000,000 7.625 per cent. Senior Perpetual Securities
(Stock code: 5222)**

**HKD1,445,000,000 6.30 per cent. Notes due 2020 extendable to 2021 or 2022
(Stock code: 5283)**

**U.S.\$18,285,000 5.0 per cent. Notes due 8 March 2022
(Stock Code: 5861)**

**U.S.\$150,000,000 5.0 per cent. Notes due 8 September 2022
(Stock Code: 5876)**

under the U.S.\$1,000,000,000 Medium Term Note Programme

On 19 December 2019, AMTD International Inc. (NYSE: HKIB), a subsidiary of the Company, announced (i) the sale and issuance of an aggregate of 7,307,692 Class A ordinary shares and 4,526,627 Class B ordinary shares, both with par value US\$0.0001 per share, for an aggregate amount of US\$100 million (representing a price per share of US\$8.45) to investors including Infinity Power Investments Limited ("**Infinity Power**") and (ii) the sale and issuance of convertible notes due 2023 (the "**Convertible Notes**") in an aggregate principal amount of US\$15 million to Value Partners Greater China High Yield Income Fund, all in the form of private placement pursuant to an exemption from registration with the United States Securities and Exchange Commission under the Securities Act of 1933, as amended. Infinity Power is a British Virgin Islands company wholly-owned by Calvin Choi, the chairman of the Board of Directors of the Company.

THE CONVERTIBLE NOTES

The Convertible Notes bear interest at a rate of 2.00 per cent. per annum and will mature in June 2023, unless previously converted in accordance with its terms prior to such date. The Convertible Notes will be convertible into the Company's American depositary shares ("**ADSs**"), each representing as of 19 December

2019 one Class A ordinary share, at the option of the holder, based on an initial conversion rate of 99.44 ADSs per US\$1,000 principal amount of Convertible Notes (which is equivalent to an initial conversion price of approximately US\$10.0560 per ADS) in integral multiples of US\$10,000,000 principal amount, at any time after six months following the date of issuance of the Convertible Notes and prior to the close of business on the second business day immediately preceding the maturity date, provided, however, that the holder can only exercise such right to convert no more than twice. The conversion rate for the Convertible Notes is subject to adjustment upon the occurrence of certain events.

By Order of the Board
AMTD GROUP COMPANY LIMITED
Calvin CHOI
Chairman

23 December 2019

As at the date of this announcement, the directors of the Company are Mr. CHOI, Chi Kin Calvin (Chairman), Mr. WONG, Yui Keung Marcellus (Executive Vice Chairman), Mr. GAO, Yu and Dr. Feridun Hamdullahpur.