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**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 (ISIN: XS1619157859)
(Stock code: 5222) (the "Existing Securities")**

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

INVITATION BY



AMTD INTERNATIONAL INC.

(NYSE: HKIB / SGX: HKB)

(Company Registration Number: 347917)

(Incorporated in the Cayman Islands as an exempt company on 4 February 2019)

(the "Offeror")

**to the Holders of the Existing Securities to Offer to Exchange
any and all of their Existing Securities**

for (1) New U.S. Dollar Denominated Fixed Rate Senior Perpetual Securities (the "New U.S. Dollar Securities") and/or (2) New Singapore Dollar Denominated Fixed Rate Senior Perpetual Securities (the "New Singapore Dollar Securities" and, together with the New U.S. Dollar Securities, the "New Securities") to be issued by the Offeror (the "Exchange Offer")

**FINAL RESULTS OF THE EXCHANGE OFFER - ACCEPTANCE OF OFFERS TO
EXCHANGE, THE NEW ISSUE AMOUNT, THE NEW ISSUE PRICE AND THE NEW
ISSUE DISTRIBUTION RATE AND SETTLEMENT**

Reference is made to the announcements of the Company on 23 April 2020, 28 April 2020 and 6 May 2020 (together, the "**Announcements**"). Unless otherwise defined, capitalised terms in this announcement will have the same meaning as those defined in the Announcements.

Acceptance of Offers to Exchange

The Exchange Offer commenced on 23 April 2020 and expired at 4:00 p.m., London time, on 6 May 2020 (the "**Expiration Time**").

The Offeror hereby announces that it has accepted U.S.\$49,230,000 in aggregate principal amount of the Existing Securities, representing approximately 40.02 per cent. of the aggregate principal amount of the outstanding Existing Securities, validly offered for exchange as at the Expiration Time pursuant to the Exchange Offer. U.S.\$38,920,000 in aggregate principal amount of the Existing Securities were Offered for Exchange pursuant to a U.S. Dollar Exchange Instruction and U.S.\$10,310,000 in aggregate principal amount of the Existing Securities were Offered for Exchange pursuant to a Singapore Dollar Exchange Instruction.

The New Issue Amount, the New Issue Price and the New Issue Distribution Rate

The Offeror further announces that the New Issue Amount for the New U.S. Dollar Securities is U.S.\$200,000,000, which consists of U.S.\$38,920,000 in aggregate principal amount of New U.S. Dollar Securities to be issued pursuant to the Exchange Offer and U.S.\$161,080,000 in aggregate principal amount of Additional U.S. Dollar Securities (for the avoidance of doubt, such Additional U.S. Dollar Securities constitute a single series and be immediately fungible with the New U.S. Dollar Securities issued pursuant to the Exchange Offer). The New Issue Amount for the New Singapore Dollar Securities is S\$50,000,000, which consists of S\$14,740,000 in aggregate principal amount of New Singapore Dollar Securities to be issued pursuant to the Exchange Offer and S\$35,260,000 in aggregate principal amount of Additional Singapore Dollar Securities (for the avoidance of doubt, such Additional Singapore Dollar Securities constitute a single series and be immediately fungible with the New Singapore Dollar Securities issued pursuant to the Exchange Offer).

The New Issue Price and the New Issue Distribution Rate for the New U.S. Dollar Securities will be 100 per cent. and 7.25 per cent., respectively. The New Issue Price and the New Issue Distribution Rate for the New Singapore Dollar Securities will be 100 per cent. and 4.50 per cent., respectively.

In the case of Existing Securities offered and accepted for exchange pursuant to a Singapore Dollar Exchange Instruction, the Cash Rounding Amount shall be determined and paid based on a conversion rate of U.S.\$0.6994 to S\$1.

Settlement

On the Settlement Date, which is currently expected to be 14 May 2020, the Offeror will (i) issue and deliver to Holders of Existing Securities accepted for exchange pursuant to the Exchange Offer the relevant amount of New Securities and (ii) pay, or procure payment to Holders of Existing Securities accepted for Exchange the relevant Accrued Distribution Amount and Cash Rounding Amount (if applicable).

By Order of the Board

AMTD GROUP COMPANY LIMITED

Calvin Choi

Chairman

7 May 2020

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.

OFFEROR

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Any questions or requests for assistance or additional copies of the Exchange Offer Memorandum may be directed to the Information and Exchange Agent and any questions regarding the terms of the Exchange Offer may be directed to either of the Joint Dealer Managers listed below.

INFORMATION AND EXCHANGE AGENT

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