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**JOVAN 佳源**

**Jiayuan International Group Limited  
佳源國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2768)**

**OFFER TO PURCHASE FOR CASH  
OF ITS OUTSTANDING 13.75% SENIOR NOTES DUE 2022  
(ISIN: XS2024526043; COMMON CODE: 202452604;  
STOCK CODE: 4418)**

**AND**

**ITS OUTSTANDING 13.75% SENIOR NOTES DUE 2023  
(ISIN: XS2066357034; COMMON CODE: 206635703;  
STOCK CODE: 40023)**

**EXPIRY OF THE OFFERS**

Reference is made to the announcement of the Company dated July 29, 2021 (the “**Announcement**”) in relation to the Offers. Capitalized terms used in this announcement shall have the same meanings ascribed to them in the Announcement.

The Offers expired at 4:00 p.m. (London Time) on August 13, 2021. As of the Expiration Deadline, a total of US\$43,889,000 in principal amount of the 2022 Notes, representing approximately 30.23% of the total outstanding principal amount of the 2022 Notes, and a total of US\$84,890,000 in principal amount of the 2023 Notes, representing approximately 25.92% of the total outstanding principal amount of the 2023 Notes, have been validly tendered and not withdrawn pursuant to the Offer to Purchase.

The Company has set the 2022 Notes Maximum Acceptance Amount as at US\$12,577,000 and has determined to accept for purchase a total of US\$12,577,000 in principal amount of the 2022 Notes. In addition, the Company has set the 2023 Notes Maximum Acceptance Amount as US\$80,638,000 and has determined to accept for purchase a total of US\$80,638,000 in principal amount of the 2023 Notes. The Purchase Price for the 2022 Notes is US\$1,000.00 per US\$1,000 principal amount of the 2022 Notes accepted for purchase by the Company. Accordingly, the Company will pay (i) an aggregate Purchase Price of US\$12,577,000 for all such 2022 Notes accepted for purchase, and (ii) Accrued Interest thereon, in the amount of US\$60.729167 per US\$1,000 principal amount of the 2022 Notes accepted for purchase by the Company, pursuant to the terms of the 2022 Notes Offer. The Purchase Price for the 2023 Notes is US\$1,027.95 per US\$1,000 principal amount of the 2023 Notes accepted for purchase by the Company. Accordingly, the Company will pay (i) an aggregate Purchase Price of US\$80,638,000 for all such 2023 Notes accepted for purchase, and (ii) Accrued Interest thereon, in the amount of US\$46.597222 per US\$1,000 principal amount of the 2023 Notes accepted for purchase by the Company, pursuant to the terms of the 2023 Notes Offer.

The tendered Notes will be subsequently cancelled at settlement, following which US\$132,630,000 in aggregate principal amount of the 2022 Notes will remain outstanding subject to the terms of the indenture governing the 2022 Notes and US\$246,862,000 in aggregate principal amount of the 2023 Notes will remain outstanding subject to the terms of the indenture governing the 2023 Notes. Subject to the terms and conditions of the Offers, the Notes accepted for purchase by the Company will be cancelled and will cease to be outstanding on or about August 20, 2021 (the “**Settlement Date**”).

This announcement, and all documents related to the Offers, can be found on the Offer Website: <https://sites.dfkingltd.com/jiayuan>.

By order of the Board  
**Jiayuan International Group Limited**  
**Shum Tin Ching**  
*Chairman*

Hong Kong, 16 August 2021

*As at the date of this announcement, the Board comprises: (i) Mr. Shum Tin Ching, the Chairman and a Non-executive Director; (ii) Mr. Zhang Yi, a Vice Chairman and an Executive Director; (iii) Mr. Huang Fuqing, a Vice Chairman and an Executive Director; (iv) Ms. Cheuk Hiu Nam, an Executive Director; (v) Mr. Wang Jianfeng, an Executive Director; (vi) Mr. Tai Kwok Leung, Alexander, an Independent Non-executive Director; (vii) Dr. Cheung Wai Bun, Charles, JP, an Independent Non-executive Director; (viii) Mr. Gu Yunchang, an Independent Non-executive Director; and (ix) Mr. Shen Xiaodong, a Non-executive Director.*