

*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 appears for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.*



**GREEN INTERNATIONAL**

Holdings Limited

格林國際控股有限公司

**GREEN INTERNATIONAL HOLDINGS LIMITED**

**格林國際控股有限公司**

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

**(Stock code: 2700)**

## **CLARIFICATION ANNOUNCEMENT IN RELATION TO SUBSCRIPTION OF CONVERTIBLE BONDS**

Reference is made to the announcement of Green International Holdings Limited (the “**Company**”) dated 26 January 2018 (the “**Announcement**”) in relation to subscription of the Convertible Bonds (1) by HK Yinger under HK Yinger Specific Mandate constituting a connected transaction; (2) by Zheyin Tianqin under Zheyin Tianqin Specific Mandate; and (3) by the Investor under General Mandate, and the Increase in Authorized Share Capital. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Announcement.

Upon further enquiry with Mr. Liu Dong (i.e. the Investor), the Company was informed that the Investor was on the date of the Announcement interested in 91,460,000 Shares, representing approximately 4.64% of the issued share capital of the Company. Accordingly, the Board would like to clarify the following information as set out in the paragraph headed “Information relating to the Investor” under the section headed “THE CB SUBSCRIPTION BY THE INVESTOR” on page 9 and the section headed “SHAREHOLDING STRUCTURE OF THE COMPANY” on page 20 of the Announcement:

### **“Information relating to the Investor**

The Investor is an experienced merchant and investor having businesses and investments in both Hong Kong and China. His businesses are principally engaged in trading, motor vehicles, property development and management. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the Investor (a) is a third party independent of and not connected with the Company and its connected persons and associates; (b) has no relationship with Mr. Yu (the controller of HK Yinger) or Mr. Xia (the controller of Zheyin Tianqin) and has no agreement or understanding with them as to

the acquisition of voting rights in the Company; and (c) is interested in 91,460,000 Shares, representing approximately 4.64% of the issued share capital of the Company as at the date of this announcement.”

#### “SHAREHOLDING STRUCTURE OF THE COMPANY

The table below illustrates the shareholding structures of the Company (i) as at the date of this announcement; and (ii) immediately after the issue of the Conversion Shares upon full exercise of conversion rights attaching to the Convertible Bonds, assuming there is no other change in the issued share capital of the Company between the date of this announcement and the full conversion of the Convertible Bonds by the CB Subscribers except the full conversion of the Zheyin Tianqin 2017 CB:

Shareholders	As at the date of the announcement		Immediately after the issue of the Conversion Shares upon full exercise of conversion rights attaching to the Convertible Bonds and the Zheyin Tianqin 2017 CB	
	Shares	%	Shares	%
Gold Bless	987,697,627	50.07	987,697,627	29.78
HK Yinger	—	—	705,882,352	21.29
Zheyin Tianqin				
— 2017 CB	—	—	125,000,000	3.77
— Convertible Bonds 2018	—	—	352,941,176	10.64
Investor	91,460,000	4.64	251,460,000	7.58
Other Public Shareholders	<u>893,294,979</u>	<u>45.29</u>	<u>893,294,979</u>	<u>26.94</u>
<b>Total</b>	<b><u>1,972,452,606</u></b>	<b><u>100.00</u></b>	<b><u>3,316,276,134</u></b>	<b><u>100.00</u></b>

*Note:* Any discrepancies in the table above between totals and sums of amounts set out in it are due to rounding.”

Save for the information disclosed above, all other information contained in the Announcement shall remain unchanged.

By Order of the Board  
**Green International Holdings Limited**  
**Zeng Xiang Di**  
*Chief Executive Officer*

Hong Kong, 29 January 2018

*As at the date of this announcement, the executive Directors are Dr. Yu Qigang (Chairman), Mr. Zeng Xiang Di (Chief Executive Officer), Mr. Yang Wang Jian, Mr. Chen Hanhong and Ms. Eva Au; the non-executive Director is Ms. Yu Jiaoli; and the independent non-executive Directors are Mr. Wu Hong, Mr. David Tsoi, Mr. Wang Chunlin and Ms. Sun Zhili.*