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GREEN INTERNATIONAL

Holdings Limited

格林國際控股有限公司

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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

- (1) FINANCIAL ASSISTANCE FROM CONNECTED PERSON; AND
(2) SUBSCRIPTION OF CONVERTIBLE BONDS**

Reference is made to (i) the announcement of Green International Holdings Limited (the “**Company**”) dated 14 June 2017 (the “**First HK Yinger Loan Announcement**”) in relation to the grant of the First HK Yinger Loan; (ii) the Company’s announcement dated 26 January 2018 (the “**CB Subscriptions Announcement**”) in relation to, inter alia, the subscription of the Convertible Bonds by HK Yinger, Zheyin Tianqin and the Investor; and (iii) the Company’s clarification announcement dated 29 January 2018 (the “**First Clarification Announcement**”) containing clarification on the CB Subscriptions Announcement. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the First HK Yinger Loan Announcement and the CB Subscriptions Announcement.

CLARIFICATION ON THE FIRST HK YINGER LOAN ANNOUNCEMENT

The Company wishes to clarify that there is an inadvertent translation error in the Chinese version of the First HK Yinger Loan Announcement. While the English version of the First HK Yinger Loan Announcement correctly referred to Hong Kong Sheen Smile International Investment Limited (i.e. HK Yinger) as the lender of the First HK Yinger Loan, the Chinese version of the First HK Yinger Loan Announcement mistakenly referred to HK Yinger as “借款方” (meaning, “the borrower”), when in fact it should have referred to HK Yinger as “貸款方” (meaning, “the lender”) instead.

Save for the clarification made above, all the other information contained in the Chinese version of the First HK Yinger Loan Announcement is correct and remains unchanged. In addition, both the English and Chinese versions of the CB Subscriptions Announcement correctly referred to HK Yinger as “the lender” (“貸款方”).

SECOND CLARIFICATION ON THE CB SUBSCRIPTIONS ANNOUNCEMENT

In the paragraph headed “Events of Default” under the section headed “PRINCIPAL TERMS OF THE CONVERTIBLE BONDS” on page 12 of the CB Subscriptions Announcement, it was stated that *“If any of the following events (“Events of Default”) occurs, a holder of the Convertible Bonds shall be entitled to give a notice in writing to the Company to require the Company to forthwith redeem the Convertible Bonds outstanding and held by such holder at the principal amount then outstanding together with interest of 3% per annum (for HK Yinger Convertible Bonds) or 6% per annum (for Zheyin Tianqin Convertible Bonds and Investor Convertible Bonds) calculated from the date of issue of the bond up to and including the date of payment: ...”*

In the paragraph headed “Automatic conversion of HK Yinger Convertible Bonds” under the section headed “THE CB SUBSCRIPTION BY HK YINGER” on page 5 of the CB Subscriptions Announcement, it was stated that *“Unless previously redeemed by HK Yinger as a result of the occurrence of an Event of Default or redeemed pursuant to the exercise of the Company’s redemption above or it becomes necessary for the Company to redeem all or part of the HK Yinger Convertible Bonds on the Maturity Date as conversion is prohibited by the Conversion Restrictions, the HK Yinger Convertible Bonds are automatically converted into Conversion Shares on the Maturity Date.”*

The Company wishes to clarify that the emphasized phrase in the quoted sentence above should be more accurately stated as *“Unless the Company is required to redeem the HK Yinger Convertible Bonds pursuant to their terms as a result of the serving of default notice by the holder of the bonds upon the occurrence of an Event of Default, or redeemed pursuant to the exercise of the Company’s early redemption,”* instead. With this clarification, the entire quoted sentence should read below: *“Unless the Company is required to redeem the HK Yinger Convertible Bonds pursuant to their terms as a result of the serving of default notice by the holder of the bonds upon the occurrence of an Event of Default, or redeemed pursuant to the exercise of the Company’s early redemption, or it becomes necessary for the Company to redeem all or part of the HK Yinger Convertible Bonds on the Maturity Date as conversion is prohibited by the Conversion Restrictions, the HK Yinger Convertible Bonds are automatically converted into Conversion Shares on the Maturity Date.”*

Save for the clarification made above, all the other information contained in the CB Subscriptions Announcement (subject however to the clarification already made in the First Clarification Announcement) is correct and remains unchanged.

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

Hong Kong, 1 February 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.