

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.



ZHONG HUA INTERNATIONAL HOLDINGS LIMITED

中華國際控股有限公司

(Incorporated In Bermuda with limited liability)

(Stock Code: 1064)

EXTENSION AGREEMENT IN RELATION TO EXTENSION OF LONG STOP DATE OF ACQUISITION OF THE TARGET COMPANY AND LITIGATION PROGRESS UPDATE

The Extension Agreement

On 2 June 2016, the Group and the Vendor entered into the Extension Agreement to extend the Long Stop Date for completion of the Agreement (as amended by the Deferral Agreements) from 30 June 2016 to 30 June 2017.

Other than the extension of the Long Stop Date, all terms and conditions of the Agreement (as amended by the Deferral Agreements and the Extension Agreement) remain valid and binding to the parties thereto.

Litigation Progress Update

The Company would like to inform its shareholders and investors that no new development of the Appeal took place since 22 March 2016, the date of the Annual Report 2015.

THE EXTENSION AGREEMENT

Reference is made to the announcement of Zhong Hua International Holdings Limited (the “Company”) dated 2 June 2015 (the “2015 Announcement”). Unless otherwise defined, terms used herein shall have the same meanings as those defined in the 2015 Announcement.

Since June 2015, the Group and the Vendor have not yet concluded any revised terms for the settlement of the consideration for, and completion timetable in relation to the uncompleted tranches under, the Agreement. As such, the Group and the Vendor, on 2 June 2016, entered into an extension agreement (the “Extension Agreement”) to further extend the Long Stop Date to 30 June 2017 with an aim to arrive revised terms for the Agreement.

The Directors consider that the execution of the Extension Agreement is in the interest of the Company and its Shareholders as a whole as the Group are given more time to proceed with the Acquisition without payment of additional Deferred Interest.

Other than the extension of the Long Stop Date to 30 June 2017 pursuant to the Extension Agreement, the Directors confirm that all terms and conditions of the Agreement (as amended by the Deferral Agreements and the Extension Agreement) remain valid and binding to the parties thereto.

In the event that there is material variation to the terms of the Agreement (as amended by the Deferral Agreements and the Extension Agreement), the Company will comply with the relevant Listing Rules requirements and make disclosure as and when it is appropriate.

LITIGATION PROGRESS UPDATE

Reference is made to the annual report of the Company dated 22 March 2016 (the “Annual Report 2015”) in relation to, amongst other things, an appeal filed by a third party as the appellant against 廣州市正大房地產開發有限公司 (Guangzhou Zheng Da Real Estate Development Company Limited (“GZ Zheng Da”) and Zheng Da Real Estate Development Company Limited (正大房地產開發有限公司) (“HK Zheng Da”) as the appellees at Guangzhou Municipal Intermediate People’s Court (廣州市中級人民法院) in August 2009 (the “Appeal”). HK Zheng Da is the Target Company referred to in the Extension Agreement.

The Company would like to inform its shareholders and investors that no new development of the Appeal has taken place since 22 March 2016, the date of the Annual Report 2015, and therefore the facts and information about the Appeal as stated in the Annual Report 2015 remain valid. Shareholders and investors are urged to refer to the Annual Report 2015 for background and details of the Appeal.

By Order of the Board
Zhong Hua International Holdings Limited
Ho Kam Hung
Executive Director

Hong Kong, 2 June 2016

As at the date of this announcement, the board of directors of the Company comprises:(i) Ho Kam Hung as executive director; (ii) Young Kwok Sui as non-executive director; and (iii) Tam Kong, Lawrence, Wong Miu Ting, Ivy and Wong Kui Fai as independent non-executive directors.