

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.



Golden Harvest

ORANGE SKY GOLDEN HARVEST ENTERTAINMENT (HOLDINGS) LIMITED

橙天嘉禾娛樂(集團)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1132)

CONVERSION OF CONVERTIBLE BONDS

References are made to the announcements of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the “**Company**”) dated 22 January 2016 (the “**First Announcement**”), 31 January 2016, 1 February 2016, 27 May 2016 and 30 June 2017 in relation to the issue of Convertible Bonds under the General Mandate and subsequent amendments to its terms. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the First Announcement.

Reference is also made the announcement dated 31 August 2017 regarding the adjustment to the conversion price of the Series 1 CB.

Conversion of the Series 1 CB

The Board is pleased to announce that the Company has received a conversion notice from the Investor for the conversion of the Series 1 CB in the principal amount of HK\$10,000,000, specifying the conversion price to be HK\$0.67 (the “**Conversion**”). The Investor is a company incorporated in Hong Kong and an indirectly wholly-owned special purpose vehicle of CCB International (Holdings) Limited, a third party independent of the Company.

As a result of the Conversion, on 14 September 2017, the Company allotted and issued 14,925,373 shares in the Company (the “**Conversion Shares**”) in aggregate to the Investor, representing approximately 0.52% of the number of issued shares of the Company as enlarged by the allotment and issue of the Conversion Shares. Immediately after the allotment and issue of the Conversion Shares, the number of issued shares of the Company will be increased to 2,870,199,050 shares.

* *For identification purpose only*

The Conversion Shares will be issued by the Company under the General Mandate granted to the Directors by a resolution of the Shareholders passed at the annual general meeting of the Company held on 5 June 2015. The Conversion Shares rank pari passu in all respects among themselves and with all the existing issued shares of the Company.

By order of the Board
Orange Sky Golden Harvest Entertainment (Holdings) Limited
Cheung Hei Ming
Company Secretary

Hong Kong, 14 September 2017

List of all directors of the Company as of the time issuing this announcement:

Chairman and Executive Director:

Mr. Wu Kebo

Executive Directors:

Mr. Mao Yimin

Mr. Li Pei Sen

Ms. Wu Keyan

Ms. Chow Sau Fong, Fiona

Independent Non-executive Directors:

Mr. Leung Man Kit

Ms. Wong Sze Wing

Mr. Fung Chi Man, Henry