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(incorporated in the Cayman Islands with limited liability)
(Stock code: 402)

# (I) PROPOSED CHANGE OF DOMICILE; (II) PROPOSED ADOPTION OF NEW MEMORANDUM OF CONTINUANCE AND NEW BYE-LAWS; (III) PROPOSED CANCELLATION OF SHARE PREMIUM ACCOUNT; AND (IV) PROPOSED CAPITAL REORGANISATION

#### PROPOSED CHANGE OF DOMICILE

The Board proposes to change the domicile of the Company from the Cayman Islands to Bermuda by way of de-registration in the Cayman Islands and continuation as an exempted company under the laws of Bermuda. The implementation of the Change of Domicile will not affect the continuity of the Company and its listing status on the Stock Exchange.

# PROPOSED ADOPTION OF NEW MEMORANDUM OF CONTINUANCE AND NEW BYE-LAWS

In connection with the Change of Domicile, it is proposed that the New Memorandum of Continuance and the New Bye-laws be adopted by the Company to replace the existing Memorandum and the Articles, respectively, in order to comply with the laws of Bermuda.

#### PROPOSED CANCELLATION OF SHARE PREMIUM ACCOUNT

The Board proposes to cancel the entire amount standing to the credit of the share premium account of the Company and to transfer the credits arising from such cancellation to an account designated as the contributed surplus account of the Company before the Change of Domicile becoming effective. As at 31 December 2016, the Company had a credit balance of approximately HK\$1,087,267,000 standing in its share premium account.

The account designated as the contributed surplus account of the Company, subject to the approval of the Shareholders at the EGM by way of special resolution, shall be the contributed surplus account of the Company within the meaning of the Companies Act upon the Change of Domicile becoming effective.

#### PROPOSED CAPITAL REORGANISATION

The Board proposes to implement the Capital Reorganisation after the Change of Domicile becoming effective which comprises the following:

- (i) the issued share capital of the Company will be reduced through a cancellation of the paid-up capital of the Company to the extent of HK\$0.24 on each of the issued Existing Shares such that the nominal value of each issued Existing Share will be reduced from HK\$0.25 to HK\$0.01;
- (ii) immediately following the Capital Reduction taking effect, all the authorised but unissued share capital of the Company (which shall include the authorised but unissued share capital arising from the Capital Reduction) will be cancelled in its entirety and forthwith upon such cancellation, the authorised share capital of the Company will be increased to HK\$7,500,000,000 by the creation of such number of additional New Shares as shall be sufficient to increase the authorised share capital of the Company to HK\$7,500,000,000 divided into 750,000,000,000 New Shares;
- (iii) the credits arising in the books of the Company from the Capital Reduction will be credited to the contributed surplus account of the Company within the meaning of the Companies Act; and
- (iv) the amount standing to the credit of the contributed surplus account be applied to set off the accumulated losses of the Company by the amount of such credit or be applied in any other manner as may be permitted under the New Bye-laws and all applicable laws of Bermuda.

As at the date of this announcement, the Existing Shares are traded in board lot size of 20,000 Existing Shares. Upon the Capital Reorganisation becoming effective, the board lot size for trading of the New Shares will remain unchanged with 20,000 New Shares for each board lot.

#### **ODD LOT ARRANGEMENT**

As it is expected that no odd lot of the Shares will be created as a result of the Capital Reorganisation, no odd lot arrangement to match the sale and purchase of odd lots will be made.

#### **GENERAL**

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the Change of Domicile, the Adoption of New Memorandum of Continuance and New Byelaws, the Cancellation of Share Premium Account and the Capital Reorganisation.

A circular containing, among other things, details of the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation, and a notice convening the EGM is expected to be despatched to the Shareholders on or before Thursday, 15 June 2017.

#### WARNING

Shareholders should take note that the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation are conditional upon satisfaction of respective conditions set out in this announcement. Therefore, the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation may or may not proceed.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Existing Shares, and if they are in any doubt about their position, they should consult their professional advisers.

#### PROPOSED CHANGE OF DOMICILE

The Board proposes to change the domicile of the Company from the Cayman Islands to Bermuda by way of de-registration in the Cayman Islands and continuation as an exempted company under the laws of Bermuda. The Board also proposes to implement the Capital Reorganisation after the Change of Domicile becoming effective, details of which are set out in the section headed "Proposed Capital Reorganisation" below.

## **Effect of the Change of Domicile**

Other than the expenses and professional fees to be incurred, the Change of Domicile will not alter the underlying assets, investments, management or financial position of the Company nor the proportionate interests of the Shareholders. The Company's legal advisers as to the laws of the Cayman Islands and Bermuda are of the view that the continuation of the Company in Bermuda does not create a new legal entity or prejudice or affect the continuity of the Company. The Company will continue to maintain a principal place of business in Hong Kong.

The Change of Domicile will not involve the formation of a new holding company, the withdrawal of listing of the Existing Shares, any issue of new Existing Shares, any transfer of assets of the Company or any change in the existing shareholding of the Company. The implementation of the Change of Domicile will not affect the continuity of the Company and its listing status on the Stock Exchange.

#### **Reasons for the Change of Domicile**

As advised by the Company's legal advisers as to the laws of the Cayman Islands, if the Company proceeds with the Capital Reorganisation, which include, amongst other things, the Capital Reduction in the Cayman Islands, the sanction by the Grand Court of the Cayman Islands would be required, and such sanction cannot be obtained in a commercially expedient time frame. If the Capital Reorganisation will be effected following a change of domicile of the Company from the Cayman Islands to Bermuda through de-registration in the Cayman Islands and continuation in Bermuda, the legal advisers of the Company as to the laws of the Cayman Islands and Bermuda advised that no court order is required in the Cayman Islands or Bermuda for the Change of Domicile and the Capital Reorganisation after de-registration of the Company in the Cayman Islands and its continuation in Bermuda. The Board considers that it would save the Company's time for carrying out the Capital Reorganisation in Bermuda by first implementing the Change of Domicile.

The Board believes that the Change of Domicile is beneficial to and in the interests of the Company and the Shareholders as a whole.

# **Conditions of the Change of Domicile**

The Change of Domicile is conditional upon:

- (1) the passing of the necessary special resolution(s) by the Shareholders at the EGM to approve(i) the Change of Domicile; and (ii) the Adoption of New Memorandum of Continuance and New Bye-laws;
- (2) compliance with the relevant requirements under the Listing Rules and the relevant legal procedures and requirements under the laws of the Cayman Islands and the laws of Bermuda in respect of the Change of Domicile; and
- (3) the obtaining of all necessary approvals from the relevant regulatory authorities or otherwise as may be required in respect of the Change of Domicile.

The Change of Domicile is not conditional upon the Capital Reorganisation becoming effective. However, the Capital Reorganisation is conditional upon the Change of Domicile becoming effective.

# PROPOSED ADOPTION OF NEW MEMORANDUM OF CONTINUANCE AND NEW BYE-LAWS

In connection with the Change of Domicile, it is proposed that the New Memorandum of Continuance and the New Bye-laws be adopted by the Company to replace the existing Memorandum and the Articles, respectively, in order to comply with the laws of Bermuda.

#### Condition of the Adoption of New Memorandum of Continuance and New Bye-laws

The Adoption of New Memorandum of Continuance and New Bye-laws is conditional upon the passing of a special resolution by the Shareholders to approve the Adoption of New Memorandum of Continuance and New Bye-laws at the EGM.

#### PROPOSED CANCELLATION OF SHARE PREMIUM ACCOUNT

The Board proposes to cancel the entire amount standing to the credit of the share premium account of the Company and to transfer the credits arising from such cancellation to an account designated as the contributed surplus account of the Company before the Change of Domicile becoming effective.

As at 31 December 2016, the Company had a credit balance of approximately HK\$1,087,267,000 standing in its share premium account.

The account designated as the contributed surplus account of the Company, subject to the approval of the Shareholders at the EGM by way of special resolution, shall be the contributed surplus account of the Company within the meaning of the Companies Act upon the Change of Domicile becoming effective.

#### **Conditions of the Cancellation of Share Premium Account**

The Cancellation of Share Premium Account is conditional upon passing of a special resolution by the Shareholders approving the Cancellation of Share Premium Account at the EGM and to transfer the credits arising therefrom to an account designated as the contributed surplus account of the Company and that such designated contributed surplus account of the Company shall be the contributed surplus account of the Company within the meaning of the Companies Act upon the Change of Domicile becoming effective.

#### PROPOSED CAPITAL REORGANISATION

The Board proposes to implement the Capital Reorganisation after the Change of Domicile becoming effective which involves the following:

## (1) Proposed Capital Reduction and Diminution and Increase

The Board proposes that:

- a. the issued share capital of the Company will be reduced through a cancellation of the paid-up capital of the Company to the extent of HK\$0.24 on each of the issued Existing Shares such that the nominal value of each issued Existing Share will be reduced from HK\$0.25 to HK\$0.01;
- b. immediately following the Capital Reduction taking effect, all the authorised but unissued share capital of the Company (which shall include the authorised but unissued share capital arising from the Capital Reduction) will be cancelled in its entirety and forthwith upon such cancellation, the authorised share capital of the Company will be increased to HK\$7,500,000,000,000 by the creation of such number of additional New Shares as shall be sufficient to increase the authorised share capital of the Company to HK\$7,500,000,000 divided into 750,000,000,000 New Shares;
- c. the credits arising in the books of the Company from the Capital Reduction will be credited to the contributed surplus account of the Company within the meaning of the Companies Act; and

d. the amount standing to the credit of the contributed surplus account be applied to set off the accumulated losses of the Company by the amount of such credit or be applied in any other manner as may be permitted under the New Bye-laws and all applicable laws of Bermuda.

Assuming that there are no changes in the issued share capital of the Company from the date of this announcement until the effective date of the Capital Reorganisation, the share capital structure of the Company will be as follows:

	As at the date of this announcement	Immediately after the Capital Reorganisation becoming effective
Amount of authorised share capital	HK\$7,500,000,000	HK\$7,500,000,000
Par value	HK\$0.25 per Existing Share	HK\$0.01 per New Share
Number of authorised shares	30,000,000,000 Existing Shares	750,000,000,000 New Shares
Amount of issued share capital	HK\$2,039,195,272.75	HK\$81,567,810.91
Number of issued shares	8,156,781,091 Existing Shares	8,156,781,091 New Shares
Amount of unissued share capital	HK\$5,460,804,727.25	HK\$7,418,432,189.09
Number of unissued shares	21,843,218,909 Existing Shares	741,843,218,909 New Shares

The New Shares in issue immediately following the Capital Reorganisation becoming effective will rank *pari passu* in all respects with each other and the Capital Reorganisation will not result in any change in the relative rights of the Shareholders.

As at the date of this announcement, the authorised share capital of the Company was HK\$7,500,000,000 divided into 30,000,000,000 Existing Shares of HK\$0.25 each, of which 8,156,781,091 Existing Shares have been issued and fully paid or credited as fully paid. Immediately following the Capital Reorganisation, the authorised share capital of the Company will be HK\$7,500,000,000 divided into 750,000,000,000 New Shares of HK\$0.01 each, of which 8,156,781,091 New Shares will be in issue and the aggregate nominal value of the issued share capital of the Company will be HK\$81,567,810.91 (assuming there are no changes in the issued share capital of the Company from the date of this announcement until the effective date of the Capital Reorganisation).

A credit of HK\$1,957,627,461.84 will arise as a result of the Capital Reduction. Such credit will be transferred to the contributed surplus account of the Company within the meaning of the Companies Act which, together with the amount already in the contributed surplus account as a result of the Cancellation of Share Premium Account, will then be applied by the Board to set off against the accumulated loss of the Company by the amount of such credit on the date of the Capital Reorganisation becoming effective. The total accumulated loss of the Company was approximately HK\$3,257,780,000 as shown in the audited consolidated financial statements of the Company for the year ended 31 December 2016.

Shareholders and potential investors of the Company should note that the credits arising in the books from the Capital Reduction will be subject to change depending on the number of the Existing Shares in issue immediately prior to the Capital Reduction becoming effective.

As at the date of this announcement, save for the Share Options entitling the holders thereof to subscribe for 359,420,000 Existing Shares and the Convertible Notes entitling the holders thereof to subscribe for 909,618,545 Existing Shares, the Company has no other outstanding warrants, options or convertible securities.

Under the laws of Bermuda, the Directors may apply the contributed surplus in any manner permitted by the laws of Bermuda and the bye-laws of the Company in effect from time to time.

# **Conditions of the Capital Reorganisation**

The Capital Reorganisation is conditional on:

- (1) the Change of Domicile becoming effective;
- (2) the passing of the necessary special resolution(s) by the Shareholders approving the Capital Reorganisation at the EGM;
- (3) the Stock Exchange granting the listing of, and permission to deal in, the New Shares in issue and to be issued upon the Capital Reorganisation becoming effective and the New Shares which may fall to be allotted and issued upon exercise of the Share Options outstanding and to be granted under the share option scheme of the Company, and upon conversion of the Convertible Notes;

- (4) compliance with the relevant procedures and requirements under the laws of Bermuda and the Listing Rules to effect the Capital Reorganisation; and
- (5) the obtaining of all necessary approvals from the regulatory authorities or otherwise as may be required in respect of the Capital Reorganisation.

# **Reasons for the Capital Reorganisation**

Pursuant to the New Bye-laws which will be adopted by the Company and become effective upon continuation of the Company in Bermuda, the Company shall not issue any shares at a price below par value. In order to lower the par value of the shares of the Company for facilitating possible fund raising activities in the future, it is necessary to implement the Capital Reorganisation. Furthermore, the credits in the contributed surplus account within the meaning of the Companies Act arising from the Capital Reorganisation will enable the Company to reduce its accumulated losses.

The Board considers that the Capital Reorganisation is beneficial to and in the interests of the Company and the Shareholders as a whole.

# **Effects of the Capital Reorganisation**

Implementation of the Capital Reorganisation will not, of itself, alter the underlying assets, business operations, management or financial position of the Company or the proportionate interests of the Shareholders, except for the payment of the related expenses. The Board believes that the Capital Reorganisation will not have any material adverse effect on the financial position of the Group and that on the date on which the Capital Reorganisation is to be effected, there are no reasonable grounds for believing that the Company is, or after the Capital Reorganisation would be, unable to pay its liabilities as they become due. No capital will be lost as a result of the Capital Reorganisation and, except for the expenses involved in relation to the Capital Reorganisation which are expected to be insignificant in the context of the net asset value of the Company, the net asset value of the Company will remain unchanged before and after the Capital Reorganisation becoming effective. The Capital Reorganisation does not involve any diminution of any liability in respect of any unpaid capital of the Company or the repayment to the Shareholders of any paid-up capital of the Company nor will it result in any change in the relative rights of the Shareholders.

# Listing and dealings

Application will be made to the Stock Exchange for the granting of the listing of, and permission to deal in, the New Shares in issue and to be issued arising from the Capital Reorganisation and the New Shares which may fall to be allotted and issued upon exercise of the Share Options outstanding and to be granted under the share option scheme of the Company and upon conversion of the Convertible Notes.

Subject to the granting of the listing of, and permission to deal in, the New Shares on the Stock Exchange, as well as compliance with the stock admission requirements of the HKSCC, the New Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the New Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The New Shares will be identical in all respects and rank pari passu in all respects with each other as to all future dividends and distributions which are declared, made or paid. All necessary arrangements will be made for the New Shares to be admitted into CCASS.

#### Free exchange of share certificates

Subject to the Capital Reorganisation becoming effective, the Shareholders may, on or after Monday, 14 August 2017 until Tuesday, 19 September 2017 (both days inclusive), submit share certificates for the Existing Shares to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, to exchange, at the expense of the Company, for new share certificates for the New Shares. Thereafter, certificates for Existing Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such other amount as may from time to time be specified by the Stock Exchange) by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the New Shares, whichever the number of certificates cancelled/issued is higher. After 4:00 p.m. on Friday, 15 September 2017, existing share certificates for the Existing Shares will only remain effective as documents of title and may be exchanged for certificates for New Shares at any time but will not be accepted for delivery, trading and settlement purposes.

The colour of the new share certificates for the New Shares will be announced by the Company in due course.

# **EXPECTED TIMETABLE**

The expected timetable for implementation of the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation is set out below:

Expected date of despatch of the circular	
with notice and proxy form for the EGM	Thursday, 15 June 2017
Latest date and time for lodging transfer documents	
in order to qualify for attending and voting at the EGM	Tuesday, 4 July 2017
Closure of register of members for the entitlement	
to attend and vote at the EGM	Wednesday, 5 July 2017 to
	Monday, 10 July 2017
	(both days inclusive)
Latest date and time for lodging forms of	
proxy for the EGM (not less than 48 hours prior	
to the time of EGM)	10:30 a.m. on Saturday,
	8 July 2017
Expected date and time of the EGM	10:30 a.m. on Monday,
	10 July 2017
Announcement of poll results of the EGM	Monday, 10 July 2017

The following events are conditional on the fulfilment of the conditions for the implementation of the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation:

Expected effective date of Cancellation of Share Premium Account	Monday, 10 July 2017
Expected effective date of the Change of Domicile and the Adoption of New Memorandum of Continuance and New Bye-laws	on or after Monday, 24 July 2017 (Bermuda time)/ on or after Tuesday, 25 July 2017 (Hong Kong time)
Expected effective date of the Capital Reorganisation	Monday, 14 August 2017 (Hong Kong time)
First day for free exchange of certificates of Existing Shares into new certificates for New Shares	Monday, 14 August 2017
Commencement of dealings in New Shares	9:00 a.m. on Monday, 14 August 2017
Last day for free exchange of existing share certificates for the Existing Shares into new certificates for the New Shares	Tuesday, 19 September 2017
All times and dates specified in the timetable above refer otherwise specified.	to Hong Kong times and dates unless

This timetable is indicative only and may be extended or varied. Any change to the expected timetable above will be announced by the Company as and when appropriate.

#### ODD LOT ARRANGEMENT

As it is expected that no odd lot of the Shares will be created as a result of the Capital Reorganisation, no odd lot arrangement to match the sale and purchase of odd lots will be made.

#### **GENERAL**

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation.

In compliance with the Listing Rules, all resolutions will be voted on by way of poll at the EGM. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, none of the Shareholders or their associates would have any interest in the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium and the Capital Reorganisation. Accordingly, no Shareholders would be required to abstain from voting on the resolutions relating to the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation at the EGM. A circular containing, among other things, details of the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation, and a notice convening the EGM will be despatched to the Shareholders on or before Thursday, 15 June 2017.

#### WARNING

Shareholders should take note that the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation are conditional upon satisfaction of respective conditions set out above. Therefore, the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation may or may not proceed.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Existing Shares of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

# **DEFINITIONS**

Unless otherwise specified, the following terms have the following meanings in this announcement:

"Adoption of New Memorandum of Continuance and New Bye-laws"	the proposed adoption of the New Memorandum of Continuance and the New Bye-laws in compliance with the laws of Bermuda to replace the existing Memorandum and the Articles, respectively
"Articles"	the existing articles of association of the Company, as amended from time to time
"Board"	the board of Directors
"Cancellation of Share Premium Account"	the proposed cancellation of the entire amount standing to the credit of the share premium account of the Company
"Capital Reduction"	the proposed reduction of the issued share capital of the Company through a cancellation of the paid-up capital of the Company to the extent of HK\$0.24 on each of the issued Existing Shares such that the nominal value of each issued Existing Share will be reduced from HK\$0.25 to HK\$0.01
"Capital Reorganisation"	the proposed reorganisation of the share capital of the Company involving the Capital Reduction and the Diminution and Increase
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"Change of Domicile"	the proposed change of domicile of the Company from the Cayman Islands to Bermuda
"Companies Act"	the Companies Act 1981 of Bermuda
"Company"	Peace Map Holding Limited, a company incorporated in the Cayman Islands with limited liability and the issued Shares of

which are listed on the Main Board of the Stock Exchange

"Convertible Notes"

the convertible notes issued by the Company with the outstanding principal amount of HK\$660,580,400 which are convertible into 909,618,545 Existing Shares upon exercise of the relevant conversion rights by the holders of the convertible notes

"Diminution and Increase"

subject to and conditional upon the Capital Reduction taking effect, the proposed cancellation of all the authorised but unissued share capital of the Company (which shall include the authorised but unissued share capital arising from the Capital Reduction) in its entirety and forthwith upon such cancellation, the proposed increase in the authorised share capital of the Company to HK\$7,500,000,000 divided into 750,000,000,000 New Shares

"Director(s)"

the director(s) of the Company

"EGM"

the extraordinary general meeting of the Company to be convened and held for the Shareholders to consider and, if thought fit, approve, the Change of Domicile, the Adoption of New Memorandum of Continuance and New Bye-laws, the Cancellation of Share Premium Account and the Capital Reorganisation

"Existing Share(s)"

the ordinary share(s) of HK\$0.25 each in the existing issued and unissued share capital of the Company prior to the Capital Reorganisation becoming effective

"Group"

the Company and its subsidiaries

"HKSCC"

Hong Kong Securities Clearing Company Limited

"HK\$"

Hong Kong dollars, the lawful currency of Hong Kong

"Hong Kong"

the Hong Kong Special Administrative Region of the People's

Republic of China

"Listing Rules"

the Rules Governing the Listing of Securities on the Stock

Exchange

"Memorandum"	the existing memorandum of association of the Company, as amended from time to time
"New Bye-laws"	a new set of bye-laws of the Company proposed to be adopted by the Company and to take effect upon continuation of the Company in Bermuda
"New Memorandum of Continuance"	a new memorandum of continuance of the Company proposed to be adopted by the Company and to take effect upon continuation of the Company in Bermuda
"New Share(s)"	ordinary share(s) of HK\$0.01 each in the share capital of the Company immediately after the Capital Reorganisation becoming effective
"Share Options"	the outstanding share options granted pursuant to the share option scheme of the Company
"Shareholder(s)"	the holder(s) of the Existing Share(s) or the New Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
·· <sub>0/0</sub> "	per cent

By order of the Board of

Peace Map Holding Limited

GUAN Hongliang

Chairman

Hong Kong, 2 June 2017

As at the date of this announcement, the executive Directors are Mr. GUAN Hongliang (Chairman), Mr. WANG Zheng (Chief Executive Officer), Mr. ZHU Dong (Deputy Chief Executive Officer), Mr. FENG Tao (Chief Financial Officer), Mr. LI Bin and Ms. MU Yan and the independent non-executive Directors are Mr. ZHANG Songlin, Mr. ZHAI Shenggang and Mr. KANG Hua.