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WUZHOU INTERNATIONAL HOLDINGS LIMITED

五洲國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01369)

VOLUNTARY ANNOUNCEMENT INVESTMENT COOPERATION FRAMEWORK AGREEMENT WITH WENZHOU TRANSPORTATION GROUP LIMITED

This is a voluntary announcement by Wuzhou International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”).

The board of directors (the “**Board**”) of the Company is pleased to announce that, on 11 March 2014, the Company entered into an investment cooperation framework agreement (the “**Agreement**”) with Wenzhou Transportation Group Limited (溫州市交通運輸集團有限公司) (“**WTGL**”) pursuant to which both parties have agreed to set up project companies to develop and operate intercity transportation terminal commercial facilities in Wenzhou, Zhejiang Province, the People’s Republic of China.

WTGL is one of the top-ten state-owned operating companies in Wenzhou with registered capital of RMB2 billion. WTGL mainly operates public transportation services including intercity passenger transportation services and cargo logistics services with around 4,000 vehicles in operation. WTGL is one of the largest corporations in the Zhejiang Province operating both passenger transportation and cargo logistics on state-owned highways. In May 2013, WTGL was awarded with the recognition of “Wenzhou Outstanding Corporate Citizen” (溫州優秀企業公民) by the People’s Government of Wenzhou Municipality. To the best of the Directors’ knowledge, information and belief and having made all reasonable enquiries, WTGL and its ultimate beneficial owners are independent third parties of the Company and its connected persons (as defined in the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The cooperation with WTGL will be beneficial to the development and expansion of the Group’s business. In addition to the successful business model of the Company, such cooperation with a large-scale state-owned transportation and logistics operator will enable the Company to leverage its experience in the development, operation and management of commercial properties and further enhance its presence in Zhejiang Province and capture visitor traffic from the commuters arriving at the terminal commercial facilities from various cities. In view of the above, the Directors believe that the entering into the Agreement can pave the way towards new opportunities and business potential for the Company.

The parties to the Agreement will further negotiate and will enter into further agreements to provide for the detailed scope, terms and conditions of the Agreement. Further announcement will be made by the Company in respect of the cooperation in accordance with the Listing Rules if and when required.

By order of the Board
Wuzhou International Holdings Limited
Shu Cecheng
Chairman

Hong Kong, 25 March 2014

As at the date of this announcement, the executive directors of the Company are Mr. Shu Cecheng, Mr. Shu Cewan, Mr. Shu Ceyuan, Ms. Wu Xiaowu and Mr. Zhao Lidong; and the independent non-executive directors of the Company are Dr. Song Ming, Mr. Lo Kwong Shun Wilson and Prof. Shu Guoying.