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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)

FIRST CLOSING OF THE ISSUE OF 7.00% CONVERTIBLE NOTES IN PRINCIPAL AMOUNT OF US\$100,000,000 DUE 2019, APPOINTMENT OF NON-EXECUTIVE DIRECTOR

Reference is made to the announcements of Wuzhou International Holdings Limited (the “**Company**”) dated September 14, 2014 and September 22, 2014 (the “**Announcements**”). Unless the context requires otherwise, capitalized terms used herein shall have the same meaning as those defined in the Announcements.

The board of directors (the “**Board**”) of the Company is pleased to announce that all conditions to the issuance of the first tranche of the 7.00% Convertible Notes in the principal amount of US\$50,000,000 (“**First Tranche Notes**”) as set out in the Purchase Agreement have been met and the Company has issued the First Tranche Notes to the Investors on September 26, 2014.

In accordance with the Purchase Agreement, Mr. Wang Wei (“**Mr. Wang**”) was nominated as the Investor Director. Mr. Wang’s nomination has been reviewed and recommended by the nomination committee and approved by the Board and he was appointed as a non-executive Director of the Company with effect from September 26, 2014.

The biographical details of Mr. Wang are set out below:–

Mr. Wang Wei, aged 45, has over 20 years of experience in international capital markets. Since early 2013, Mr. Wang has been the general manager of Ping An Real Estate Fund Management (平安不動產股權投資管理有限公司). From late 2009 to early 2013, Mr. Wang was managing director of Forum Partners Investment Management, a United States real estate private equity fund, responsible for the firm’s overall operation and development in China. Between 2008 and 2009, Mr. Wang was a vice president and chief financial officer of Sunshine 100 China, a commercial and residential real estate developer in second and third-tier Chinese cities. From 2005 to 2007, Mr. Wang had been the managing director, member of the China management committee, and co-head of China Fixed Income at UBS. Between 1994 and 2005, Mr. Wang held various positions in fixed income, and equity capital market divisions at J.P. Morgan. in New York, Singapore and Hong Kong. Prior to that, from 1991 to 1994, Mr. Wang worked at the treasury department of Bank of China, Head Office in Beijing, China.

Mr. Wang Wei graduated from Columbia Business School with a MBA degree in 2002, and from Fudan University with a bachelor's degree in economics in 1991.

Save as disclosed above, as at the date of this announcement, (i) Mr. Wang does not hold any other major appointments and has not held any position or directorship in any other listed public companies in the last three years; (ii) he does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; and (iii) he does not hold any position with the Company or its subsidiaries.

As at the date of this announcement, Mr. Wang does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company has entered into a letter of appointment with Mr. Wang in relation to his appointment as a non-executive Director. Mr. Wang has been appointed for a term commencing from September 26, 2014 until the next following annual general meeting of the Company at which he will be eligible for re-election. Thereafter, he will be subject to retirement by rotation and re-election at least once every three years at annual general meetings in accordance with the articles of association of the Company. Mr. Wang will not receive any director's fee as a non-executive Director of the Company.

Save as disclosed above, there is no other information to be disclosed pursuant to the requirements under Rules 13.51(2)(h) to (v) of the Listing Rules nor are there any other matters that need to be brought to the attention of the shareholders of the Company in respect of the appointments of Mr. Wang.

The Board would like to express its warmest welcome to Mr. Wang on his appointment.

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

Hong Kong, September 26, 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; the non-executive Director is Mr. Wang Wei; and the independent non-executive Directors of the Company are Dr. Song Ming, Mr. Lo Kwong Shun Wilson and Prof. Shu Guoying.