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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)

Potential Quotation of Wuzhouhui on the National Equities Exchange and Quotations System (The New Third Board*)

Wuzhou International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that the Company is in the process of appointing professional advisers to advise on the process of applying for a potential quotation (the “**Potential Quotation**”) of the shares of 無錫五洲匯科技有限公司 (Wuxi Wuzhouhui Technology Co., Ltd.*) (“**Wuzhouhui**”) on the National Equities Exchange and Quotations System (the “**NEEQ**”) in the People’s Republic of China (the “**PRC**”).

The NEEQ is known as 新三板 (The New Third Board*), an national over-the-counter market in the PRC regulated by China Securities Regulatory Commission, and managed by 全國中小企業股份轉讓系統有限責任公司 (National Equities Exchange and Quotations Co. Ltd.*) (“**NEEQ Co. Ltd.**”), which serves as a platform for the sale of existing shares or directed share placings for small and medium-sized enterprises. It typically provides a trading platform for off market transfer of non-listed public shares by subscribing members of the NEEQ.

Wuzhouhui is an insignificant operating subsidiary wholly-owned by the Company. It specializes in providing, among others, real estate planning agency and property management operations, and comprehensive services ranging: real estate planning and sales agency, project investment consultancy, development and construction consultancy, commercial property operation and management, storage and logistics and integrated financial service. The Group will remain focus on developing and operating specialised wholesale markets, logistic projects and multi-functional commercial complexes in China.

The Potential Quotation will, among others, enable the Company to capitalise the value of its existing investment in Wuzhouhui and at the same time enhance the Group’s reputation with another listed group entity.

The implementation of the Potential Quotation will be subject to, among other things, the approval of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and NEEQ Co. Ltd.. As at the date of this announcement, no application for the same has been made to the Stock Exchange or NEEQ Co. Ltd. by the Company or Wuzhouhui, respectively. Accordingly, shareholders and potential investors of the Company should be aware that there is no assurance that the Potential Quotation will take place or if it does, the timing thereof.

The Company will make such further announcement(s) in relation to the Potential Quotation and when appropriate and/or required pursuant to the Rules Governing the Listing of the Securities on the Stock Exchange.

Shareholders and potential investors of the Company are advised to exercise caution when dealing or intending to deal in the shares of the Company.

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

Hong Kong, 16 June 2015

As of 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 are Dr. Song Ming, Mr. Lo Kwong Shun Wilson and Prof. Shu Guoying.

* *For identification purposes only*