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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)**

### APPROVAL FOR THE ISSUANCE OF DOMESTIC CORPORATE BONDS IN THE PRC BY THE CHINA SECURITIES REGULATORY COMMISSION

This announcement is made by Wuzhou International Holdings Limited pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (the “**SFO**”).

The Board is pleased to announce that the China Securities Regulatory Commission has, on 21 January 2016, by the approval document (Zheng Jian Xu Ke No. [2016] 152) (証監許可[2016]152號) (the “**Approval**”), approved the application of the Issuer, a wholly-owned subsidiary of the Company incorporated in the PRC, for the offer and issuance of the Bonds to qualified investors in public with an aggregate nominal value of not more than RMB1.6 billion.

As assessed by Pengyuan Credit Rating Co., Ltd. (鵬元資信評估有限公司), the Bonds and the Issuer itself have both been given an AA rating.

The net proceeds from the Bonds will be used for refinancing and as general working capital of the Issuer and its subsidiaries.

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The Board is pleased to announce that the China Securities Regulatory Commission has, on 21 January 2016, by the approval document (Zheng Jian Xu Ke No. [2016] 152) (証監許可[2016]152號) (the “**Approval**”) approved the application of the Issuer, a wholly-owned subsidiary of the Company incorporated in the PRC, for the offer and issuance of the Bonds to qualified investors with an aggregate nominal value of not more than RMB1.6 billion. Under the terms of the Approval, the Bonds may be issued in multiple tranches, the first tranche may be issued within 12 months of the date of the Approval, whereby the remaining tranche(s) may be issued within 24 months of the date of the Approval.

Under the terms of the Approval, the Bonds will need to be underwritten by qualified financial institutions in the PRC and be issued to public financial market institutional investors in the PRC (other than those who are restricted from participating in such offering in accordance with the laws and regulations of the PRC). UBS Securities Co., Limited (瑞銀證券有限責任公司) is the lead underwriter for the issuance of the Bonds.

The proposed terms of the Bonds to be issued are as follows:

Issuer:	Wuxi Wuzhou International Ornamental City Co., Ltd.* (無錫五洲國際裝飾城有限公司)
Aggregate registered amount of the Bonds:	No more than RMB1.6 billion
Place of issuance:	The domestic financial bond market in the PRC
Term:	The Bonds may be issued in multiple tranches, the first tranche may be issued within 12 months of the date of the Approval, whereby the remaining tranche(s) may be issued within 24 months of the date of the Approval
Credit rating:	As assessed by Pengyuan Credit Rating Co., Ltd. (鵬元資信評估有限公司), the Bonds and the Issuer have both been given an AA rating
Use of proceeds:	The net proceeds from the Bonds will be used for refiancing and as general working capital of the Issuer and its subsidiaries
Listing and trading arrangements:	The Issuer will apply for the Bonds to be listed and traded on the Shanghai Stock Exchange in the PRC

In accordance with the relevant laws and regulations in the PRC, relevant documents in relation to the Bonds are published on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)).

The Issuer is mainly engaged in the real estate sector, in particular, in developing integrated commercial and trade logistics centres in the PRC.

The issuance of the Bonds will provide the Issuer and its subsidiaries with an additional source of longer term funding at a reasonable financial cost for its operation and business development. The Board considers that the issuance of the Bonds is in the interest of the Company and the Shareholders as a whole.

**The issuance of the Bonds is subject to the market conditions and the satisfaction of certain conditions and it may or may not be proceeded with, further announcement(s) with respect to the issuance of the Bonds will be made by the Company in accordance with the Listing Rules if and when required. The Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

\* *for identification purpose only*

## DEFINITIONS

In this announcement, the following expressions shall have the following meanings unless the context otherwise requires:

“Board”	the board of directors of the Company
“Bonds”	the domestic corporate bonds of an aggregate registered amount subject to a cap of RMB1.6 billion to be issued by the Issuer in the PRC
“Company”	Wuzhou International Holdings Limited, a limited liability company incorporated in Cayman Islands, the shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Issuer”	Wuxi Wuzhou International Ornamental City Limited* (無錫五洲國際裝飾城有限公司), a limited liability company established in the PRC and a wholly-owned subsidiary of the Company
“PRC”	the People’s Republic of China and, for the purposes of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Hong Kong, 25 January 2016

*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.*