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## **CHEUNG WO INTERNATIONAL HOLDINGS LIMITED**

**長和國際實業集團有限公司\***

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 00009)**

### **CONNECTED TRANSACTION ISSUE OF USD80 MILLION 20% GUARANTEED SECURED NOTES DUE 2016 SUPPLEMENTAL AGREEMENT TO THE SUBSCRIPTION AGREEMENT**

**Financial adviser to the Company**



References are made to the Announcement and Circular in respect of the issue of the Notes. On 10 February 2014, the Company entered into the Supplemental Agreement with the Guarantor and the Subscriber, pursuant to which, the parties thereto agree to extend the First Tranche Closing Date for three months.

References are made to the announcement of Cheung Wo International Holdings Limited (the “Company”) dated 18 September 2013 (the “Announcement”) and the circular of the Company dated 25 October 2013 (the “Circular”) in respect of the issue of the 20.00% guaranteed secured notes in the combined amount of up to a maximum principal amount of USD80,000,000 (the “Notes”). Unless otherwise defined, terms used in this announcement shall have the same meaning as those defined in the Announcement and the Circular.

Pursuant to the Subscription Agreement, the First Tranche Notes shall be issued on or before the First Tranche Closing Date, being a date as the parties to the Subscription Agreement agree in writing and no later than three months after the date of the SGM. The Company wishes to announce that certain

\* *For identification purpose only*

conditions precedent for the completion of the First Tranche Notes have not been fulfilled, in particular, no confirmation from the Subscriber in relation to the drawdown of the first facility pursuant to the Facility Agreement is issued. The Company was informed that additional time is required for the parties to the Facility Agreement to further negotiate the terms of the Facility Agreement and fulfil the conditions precedent to the Facility Agreement. On the other hand, the Company is also liaising with the Subscriber for the fulfillment of the conditions precedent and the completion of the issue of the Notes.

In view of the above, on 10 February 2014, the Company entered into a supplemental agreement to the Subscription Agreement (“Supplemental Agreement”) with the Guarantor and the Subscriber, pursuant to which, the parties thereto agree to change the First Tranche Closing Date in the Subscription Agreement to a date no later than six months after the date of the SGM.

Save for the amendment set out in the Supplemental Agreement as disclosed above, there is no change in the terms of the Subscription Agreement and all other terms of the Subscription Agreement shall remain unchanged and continue in full force and effect.

By order of the Board  
**Cheung Wo International Holdings Limited**  
**JIN LEI**  
*Chairman*

Hong Kong, 10 February 2014

*As at the date of this announcement, the Board comprises six Directors. The executive Directors of the Company are Mr. Jin Lei (Chairman), Ms. Law Kee, Alice (Chief Executive Officer) and Mr. Hui Wai Lee, Willy; and the independent non-executive Directors are Mr. Tsui Pui Hung, Mr. Tang Ping Sum and Mr. Chu To, Jonathan.*