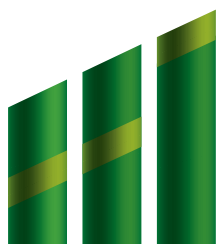


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# 昊天發展集團有限公司

## Hao Tian Development Group Limited

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 00474)**

### **VOLUNTARY ANNOUNCEMENT PROPOSED ISSUE OF UNLISTED CORPORATE BONDS**

On 17 February 2015, the Board considered and passed a resolution in relation to the proposed issue in various tranches of unlisted Corporate Bonds in an aggregate principal amount of up to HK\$200,000,000 carrying a coupon rate in the range of 5.5% to 7.5% with a maturity date of not more than 8 years for cash at par. The Corporate Bonds will be issued directly to subscriber(s) or through agent(s). When a subscriber or agent is identified, the Company will enter into a definitive agreement with the subscriber or agent.

The Company intends to use the net proceeds of the issue of the Corporate Bonds as general working capital, including but not limited to funding of business development of the Group.

**Issue of the Corporate Bonds will be subject to specific interest rate and such other terms of each tranche, which are to be agreed separately between the Company and the subscriber(s) or agent(s). The proposed issue of Corporate Bonds may or may not proceed. Shareholders of the Company and prospective investors are urged to exercise caution when dealing in the securities of the Company.**

## **INTRODUCTION**

This is a voluntary announcement made by the board (the “**Board**”) of directors (the “**Directors**”) of Hao Tian Development Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in relation to the proposed issue of unlisted corporate bonds by the Company in various tranches in an aggregate principal amount of up to HK\$200,000,000 (the “**Corporate Bonds**”) for cash at par.

## **PROPOSED ISSUE OF UNLISTED CORPORATE BONDS**

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The Corporate Bonds will only be issued to third parties independent from and not connected with the Company and its connected person (as defined under the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The principal terms of the Corporate Bonds are as follows:

Issuer	:	the Company
Aggregate maximum principal amount	:	Up to HK\$200,000,000
Maturity date	:	Not more than 8 years
Interest	:	In the range of 5.5% to 7.5% per annum payable on semi-annually basis

Issue price	:	100% of the principal amount
Demonization	:	HK\$1 million each or integral multiple thereof
Redemption	:	<ul style="list-style-type: none"> <li>– The Corporate Bonds should be redeemed in full upon the maturity of the relevant Corporate Bonds</li> <li>– Mandatory early redemption upon the occurrence of an event of default as specified in the bond instrument</li> </ul>
Status	:	The Corporate Bonds constitute direct, unconditional, unsubordinated and unsecured obligations of the Company
Transferability	:	The Corporate Bonds may be transferred in whole (but not in part) with the prior written consent of the Company
Listing	:	No application will be made for the listing of the Corporate Bonds on the Stock Exchange or any other stock exchanges

Subject to the above framework and terms, when a subscriber or agent is identified, the Company will enter into a definitive agreement with the subscriber or agent.

The Company intends to use the net proceeds of the issue of the Corporate Bonds as general working capital, including but not limited to funding of business development of the Group.

In view of the above, the Directors are of the view that the issue of Corporate Bonds provides the Company with an opportunity to raise long-term funds for its business development while broadening the sources financing of the Company and the Directors consider that the proposed framework and terms of the Corporate Bonds are fair and reasonable based on the current market conditions and the issue of the Corporate Bonds is in the interests of the Company and the Shareholders as a whole.

**Issue of the Corporate Bonds will be subject to specific interest rate and such other terms of each tranche, which are to be agreed separately between the Company and the subscriber(s) or agent(s). The proposed issue of Corporate Bonds may or may not proceed. Shareholders of the Company and prospective investors are urged to exercise caution when dealing in the securities of the Company.**

By Order of the Board of  
**Hao Tian Development Group Limited**  
**Fok Chi Tak**  
*Executive Director*

Hong Kong, 17 February 2015

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Xu Hai Ying, Dr. Zhiliang Ou, JP (Australia) and Mr. Fok Chi Tak and three independent non-executive Directors, namely Mr. Chan Ming Sun Jonathan, Mr. Lam Kwan Sing and Mr. Lee Chi Hwa, Joshua.*