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GOME ELECTRICAL APPLIANCES HOLDING LIMITED

國美電器控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 493)

PROPOSED ISSUE OF US\$ BONDS

The Company proposes to conduct an international offering of US\$ denominated senior fixed rate bonds.

The pricing of the proposed Bonds, including the aggregate principal amount, the offer price for the Bonds and interest rates, will be determined through a book building exercise conducted by Barclays as the sole global co-ordinator, sole bookrunner and sole lead manager. Upon finalising the terms of the Bonds, Barclays and the Company will enter into the Subscription Agreement.

The Company intends to use the proceeds of the Bonds for its business operations overseas and other general corporate purposes overseas.

The Company intends to seek a listing of the Bonds on the SGX-ST. An application will be made for the listing of the Bonds on the SGX-ST.

As no binding agreement in relation to the Proposed Bonds Issue has been entered into as at the date of this announcement, the Proposed Bonds Issue may or may not materialise. Investors and shareholders of the Company are reminded to exercise caution when dealing in the securities of the Company. A further announcement in respect of the Proposed Bonds Issue will be made by the Company should the Subscription Agreement be signed.

THE PROPOSED BONDS ISSUE

Introduction

The Company proposes to conduct an international offering of US\$ denominated senior fixed rate bonds.

Completion of the Proposed Bonds Issue is subject to, among others, market conditions and investors' interest. The pricing of the proposed Bonds, including the aggregate principal amount, the offer price for the Bonds and interest rates, will be determined through a book building exercise conducted by Barclays as the sole global co-ordinator, sole bookrunner and sole lead manager. Upon finalising the terms of the Bonds, Barclays and the Company will enter into the Subscription Agreement, pursuant to which Barclays will subscribe or procure subscribers for the Bonds. The Company will make further announcement in respect of the Proposed Bonds Issue upon the execution of the Subscription Agreement.

The Bonds have not been and will not be registered under the U.S. Securities Act, or the securities laws of any state of the United States or other jurisdictions, and will not be offered or sold within the United States except pursuant to an exemption from, or a transaction not subject to, the registration requirements of the Securities Act and any applicable state or local securities law in the United States. None of the Bonds will be offered to the public in Hong Kong by the Company.

Reason for the Proposed Bonds Issue

The Company is principally engaged in the retailing of electrical appliances and consumer electronic products through a network of retail stores and e-commerce platforms in the PRC.

The Proposed Bonds Issue is being undertaken for the Group's business operations overseas and other general corporate purposes overseas. The Company may adjust its development plans in response to changing market conditions and thus may reallocate the use of proceeds accordingly.

Listing

The Company will seek a listing of the Bonds on the SGX-ST. An application will be made for the listing of the Bonds on the SGX-ST. Admission of the Bonds to and the listing of the Bonds on the SGX-ST are not to be taken as an indication of the merits of the Company or the Bonds. No listing of the Bonds has been sought in Hong Kong by the Company.

GENERAL

As no binding agreement in relation to the Proposed Bonds Issue has been entered into as at the date of this announcement, the Proposed Bonds Issue may or may not materialise. Investors and shareholders of the Company are reminded to exercise caution when dealing in the securities of the Company.

Further announcement in respect of the Proposed Bonds Issue will be made by the Company should the Subscription Agreement be signed.

DEFINITIONS

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

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| “Barclays” | Barclays Bank PLC, the sole global co-ordinator, sole bookrunner and sole lead manager to the offer and sale of the Bonds; |
| “Board” | the board of Directors; |

“Bonds”	US\$ Bonds to be issued by the Company;
“Company”	GOME Electrical Appliances Holding Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange;
“Directors”	the directors of the Company;
“Group”	the Company and its subsidiaries;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“PRC”	the People’s Republic of China;
“Proposed Bonds Issue”	the proposed issue of the Bonds by the Company;
“Securities Act”	the United States Securities Act of 1933, as amended;
“SGX-ST”	Singapore Exchange Securities Trading Limited;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Subscription Agreement”	the agreement proposed to be entered into between the Company and Barclays in relation to the Proposed Bonds Issue; and
“US\$”	United States dollar, the lawful currency of the United States of America.

By order of the Board
GOME Electrical Appliances Holding Limited
Zhang Da Zhong
Chairman

Hong Kong, 28 February 2017

As at the date of this announcement, the Board of the Company comprises Mr. Zou Xiao Chun as executive director; Mr. Zhang Da Zhong, Ms. Huang Xiu Hong and Mr. Yu Sing Wong as non-executive directors; and Mr. Lee Kong Wai, Conway, Mr. Ng Wai Hung, Ms. Liu Hong Yu and Mr. Wang Gao as independent non-executive directors.

* *For identification purpose only.*