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ZHUHAI HOLDINGS INVESTMENT GROUP LIMITED

珠海控股投資集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00908)

ANNOUNCEMENT MADE PURSUANT TO RULE 13.18 OF THE LISTING RULES

ENTERING INTO A REFINANCE FACILITY AGREEMENT FOR A SYNDICATED LOAN OF HK\$2 BILLION

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

As disclosed in the Company’s announcement dated 28 July 2015, the Company, as borrower, entered into a facility agreement on 28 July 2015 with, among other parties, Malayan Banking Berhad, pursuant to which a term loan facility up to HK\$2 billion was granted by the relevant lenders to the Company for a term of four years from the date of the such facility agreement subject to the terms and conditions contained therein (“**Existing Facility**”).

The directors (“**Directors**”) of the Company announce that on 15 August 2017, in order to refinance the Existing Facility in full, the Company, as borrower (“**Borrower**”), entered into a refinance facility agreement (“**Facility Agreement**”) with Wing Lung Bank, Limited (“**Wing Lung**”) as original mandated lead arranger and bookrunner, Wing Lung and twelve other banks as the lenders (“**Lenders**”), Wing Lung as agent and Jiuzhou Tourism Property Company Limited, Jiuzhou Tourist Development Company Limited, as guarantors, pursuant to which a term loan facility (“**New Facility**”) of an aggregate of HK\$2 billion was agreed to be granted by the Lenders to the Company for a term of 48 months from the date of the Facility Agreement and subject to the terms and conditions of the Facility Agreement. The interest rate of the New Facility is relatively lower than that of the Existing Facility. The New Facility in full will be used for the prepayment of the Existing Facility, and we expect that will reduce the Group’s finance expenses, increase the Group’s economic benefits, and we believe from which, the Group will be able to gain exposure to utilising offshore financial instruments and thereby promoting its corporate image and supporting the rapid development of the Group’s core businesses and the advancement of its projects.

The Facility Agreement provides that it would constitute an event of default under the Facility Agreement if Zhuhai Jiuzhou Holdings Group Co., Ltd.* (“**ZJ Holdings**”) (a controlling shareholder of the Company):

- (i) does not or ceases to beneficially own, directly or indirectly, at least 30% of the entire issued share capital of the Borrower;
- (ii) is not or ceases to be the single largest beneficial shareholder of the Borrower; or
- (iii) does not or ceases to have management control over the Borrower.

If any of such events of default occurs and continues, the loan, amounts payable under the Facility Agreement together with any accrued interest may immediately become due and payable on demand.

As at the date of this announcement, ZJ Holdings holds an aggregate of 586,770,000 ordinary shares of the Company, representing approximately 41.10% of the issued share capital of the Company.

In accordance with the requirements pursuant to Rule 13.21 of the Listing Rules, disclosure will be included in the interim and annual reports of the Company for so long as the said specific performance obligations imposed on ZJ Holdings under the Facility Agreement continue to exist.

By order of the Board of
Zhuhai Holdings Investment Group Limited
Huang Xin
Chairman

Hong Kong, 15 August 2017

As at the date of this announcement, the Board comprises Mr. Huang Xin, Mr. Zhou Shaoqiang, Mr. Jin Tao, Mr. Ye Yuhong and Mr. Li Wenjun as executive Directors; Datuk Wira Lim Hock Guan (Mr. Lim Seng Lee as his alternate), Mr. Wang Zhe and Mr. Kwok Hoi Hing as non-executive Directors; and Mr. Hui Chiu Chung, Mr. Chu Yu Lin, David, Mr. Albert Ho and Mr. Wang Yijiang as independent non-executive Directors.

* *The English transliteration of the Chinese names in this announcement, where indicated, is included for information only, and should not be regarded as the official English names of such Chinese names.*