

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**華融國際金融控股有限公司**

**HUARONG INTERNATIONAL FINANCIAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 993)**

## **ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES**

This announcement is made by Huarong International Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in compliance with the announcement requirement under Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of the Company announces that on 23 October 2017, the Company, as the borrower, entered into a facility agreement (the “**Facility Agreement**”) with a bank as the agent and a syndicate of banks as the lenders (the “**Lenders**”) in relation to a term loan facility in an aggregate principal amount of up to HK\$1,360,000,000 (“**Facility A**”) and a dual currency revolving loan facility in an aggregate principal amount of up to HK\$1,360,000,000 or equivalent US dollars (“**Facility B**”, together with Facility A, the “**Facilities**”). The purpose of the Facilities are for repayment or prepayment of existing facilities and general working capital requirements of the Company. Both Facilities have a term of one year with a renewal option for another term of one year, provided that the request for renewal may only be submitted by the Company for not more than two times.

The availability of the Facilities is subject to, among other things, a letter of comfort (the “**Comfort Letter**”) being issued by China Huarong Asset Management Co., Ltd. (“**China Huarong**”), the controlling shareholder of the Company. Under the Comfort Letter, as long as the Facilities remain outstanding, China Huarong has undertaken to, among others, maintain its status as the Company’s controlling shareholder.

Under the terms of the Facility Agreement, the Company will be in breach of the Facilities upon the occurrence of (i) a change of control of the Company, or (ii) China Huarong ceasing to provide or continue to provide shareholder loans to the Group in an aggregate principal amount of not less than US\$1,000,000,000, upon which the Lenders may cancel the Facilities and declare that all or part of the outstanding loans under the Facilities, together with accrued interest and all other amounts outstanding, become immediately due and payable.

As at the date of this announcement, 1,830,117,664 shares of the Company were beneficially owned by Camellia Pacific Investment Holding Limited (“**Camellia**”) which is wholly-owned by China Huarong International Holdings Limited (“**CHIH**”). CHIH was in turn owned as to 11.90% by Huarong Zhiyuan Investment & Management Co., Ltd. and 88.10% by Huarong Real Estate Co., Ltd., respectively, both of which were wholly-owned by China Huarong. Therefore, China Huarong and CHIH were deemed or taken to be interested in all the shares of the Company beneficially owned by Camellia by virtue of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong), representing approximately 51% of the entire issued share capital of the Company.

The Company will continue to comply with the disclosure requirements under Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the relevant obligation continue to exist.

By order of the Board  
**Huarong International Financial Holdings Limited**  
**Wang Qiang**  
*Chairman*

Hong Kong, 23 October 2017

*As at the date of this announcement, the executive directors of the Company are Mr. Wang Qiang, Mr. Lai Jinyu and Ms. Wang Wei, the non-executive director is Ms. Fan Haibo, and the independent non-executive directors are Dr. Wong Tin Yau Kelvin, Mr. Ma Lishan and Mr. Guan Huanfei.*