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## **Kiu Hung International Holdings Limited**

**僑雄國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability and continued in Bermuda with limited liability)*

**(Stock Code: 00381)**

### **SECOND SUPPLEMENTAL PLACING AGREEMENT IN RELATION TO PLACING OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE**

Reference is made to the announcements of Kiu Hung International Holdings Limited (the “**Company**”) dated 29 August 2023, 19 September 2023, 20 October 2023, 17 November 2023 and 8 December 2023 (the “**Placing Announcements**”) in relation to, among other things, the Placing and the announcements of the Company dated 6 December 2023 and 8 December 2023 (the “**Share Consolidation Announcements**”) in relation to the share consolidation of the Company. Capitalised terms used herein shall have the same meanings as defined in the Placing Announcements and the Share Consolidation Announcements unless the context otherwise requires.

#### **THE SECOND SUPPLEMENTAL PLACING AGREEMENT**

In view of (i) additional time is required to fulfill all the conditions under the Placing Agreement (as supplemented by the supplemental placing agreement dated 20 October 2023 (the “**Supplemental Placing Agreement**”)) given that additional time is required to furnish certain contents of the Circular; and (ii) the announcement of the Share Consolidation by the Company on 6 December 2023, therefore, the Company and the Placing Agent, after arm’s length negotiation, entered into the second supplemental placing agreement on 18 December 2023 (after trading hours) to amend certain terms of the Placing Agreement as follows:

- (1) the Long Stop Date and the Closing Date are further extended to a date on or before 6 February 2024 and to a date within seven (7) Business Days after the conditions precedent of the Placing Agreement (as supplemented by the Supplemental Placing Agreement) are fulfilled (i.e. by 19 February 2024) respectively;
- (2) the conditions of the Placing Agreement shall be modified to include an additional requirement that the Placing is subject to the effective of the Share Consolidation; and

- (3) the Conversion Price is adjusted from HK\$0.15 per share of the Company of HK\$0.05 each (subject to adjustment) to subscribe in cash for up to 300,000,000 Shares to HK\$0.1 per share of the Company of HK\$0.1 each (subject to adjustment) to subscribe in cash for up to 150,000,000 Consolidated Shares to take into account the effect of the Share Consolidation.

Save as disclosed above, all the terms and conditions of the Placing Agreement remain unchanged and shall continue to be in full force and effect.

**Completion of the Placing is subject to the satisfaction of the conditions precedent as set out in the Placing Agreement. As the Placing may or may not proceed, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.**

By Order of the Board  
**Kiu Hung International Holdings Limited**  
**Zhang Qijun**  
*Chairman*

Hong Kong, 18 December 2023

*As at the date of this announcement, the Board comprises three executive Directors, Mr. Zhang Qijun, Mr. Liu Mingqing and Mr. Sun Weiwei and three independent non-executive Directors, Ms. Wei Yu, Mr. Wang Xiao Ning and Ms. Chen Yuxin.*