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China LotSynergy Holdings Limited

華彩控股有限公司\*

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 1371)**

**ANNOUNCEMENT OF RESULTS OF THE OFFER TO EXCHANGE  
THE EXISTING 5 PER CENT. HK\$650,000,000 CONVERTIBLE BONDS  
DUE 2019 WITH AN AGGREGATE OUTSTANDING PRINCIPAL  
AMOUNT OF HK\$550,000,000  
FOR A COMBINATION OF CASH AND ISSUE OF  
NEW CONVERTIBLE BONDS UNDER GENERAL MANDATE**

**(Stock Code: 5725)**

Reference is made to the Company's announcement in relation to the launch of the Exchange Offer dated 10 March 2017 (the "**Announcement**"). Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

On 10 March 2017, the Company invited the Holders of the Existing Bonds to submit offers to exchange any or all of their Existing Bonds for a combination of (a) cash and (b) either (i) the New Option 1 Bonds or (ii) the New Option 2 Bonds, in each case, to be issued by the Company. The Exchange Offer was made on the terms and subject to the conditions and offer restrictions set out in the Offer Memorandum.

\* for identification purposes only

## **RESULTS OF THE EXCHANGE OFFER**

Pursuant to the Offer Memorandum, the Exchange Offer expired at the Expiration Deadline (i.e. 6:00 p.m. (Hong Kong time) on 16 March 2017). As at the Expiration Deadline, HK\$506,000,000 in aggregate principal amount of Existing Bonds has been validly offered for exchange by the Holders.

The Company announces that:

- (a) it has decided to accept all valid offers for exchange of Existing Bonds;
- (b) the final aggregate principal amount of Existing Bonds accepted for exchange is HK\$506,000,000;
- (c) the final aggregate principal amount of New Option 1 Bonds to be issued is HK\$175,950,000;
- (d) the final aggregate principal amount of New Option 2 Bonds to be issued is HK\$100,000,000; and
- (e) the final aggregate Cash Consideration to be paid is HK\$230,050,000.

In addition, the Company will pay the aggregate amount of the accrued interest in respect of such Existing Bonds accepted by the Company for exchange from (and including) the interest payment date as stipulated in the terms and conditions of the Existing Bonds immediately preceding the Settlement Date to (but excluding) the Settlement Date, calculated in accordance with the terms and conditions of the Existing Bonds (“**Accrued Interest Payment**”) and any Exchange Rounding Amount in respect of all Existing Bonds accepted for exchange pursuant to the Exchange Offer.

## **ANNOUNCEMENT OF THE INITIAL CONVERSION PRICE OF NEW OPTION 1 BONDS**

Pursuant to the Offer Memorandum, the Company will make a further announcement of the initial conversion price of the New Option 1 Bonds as soon as reasonably practicable after 6:00 p.m. (Hong Kong time) on 24 March 2017.

## SETTLEMENT DATE

The Settlement Date for the Exchange Offer, including (i) delivery of the New Option 1 Bonds or the New Option 2 Bonds (as the case may be) in exchange for Existing Bonds validly offered for exchange by a Holder and accepted by the Company for exchange and (ii) payment of the Cash Consideration and any Accrued Interest Payment and Exchange Rounding Amount, if applicable, is expected to be 7 April 2017.

Following the settlement of the Exchange Offer, HK\$44,000,000 in aggregate principal amount of Existing Bonds will remain outstanding.

By Order of the Board  
**China LotSynergy Holdings Limited**  
**LAU Ting**  
*Chairperson of the Board*

Hong Kong, 16 March 2017

*As at the date of this announcement, the Board comprises Ms. LAU Ting, Mr. WU Jingwei, Ms. CHAN Tan Na, Donna and Mr. LI Zi Kui as Executive Directors; Mr. HOONG Cheong Thard as a Non-executive Director; and Mr. HUANG Shenglan, Mr. CHAN Ming Fai and Mr. CUI Shuming as Independent Non-executive Directors.*