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SUNWAY INTERNATIONAL HOLDINGS LIMITED

新威國際控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 58)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



Head & Shoulders Securities Limited

Reference is made to the announcement of Sunway International Holdings Limited dated 18 September 2017 in respect of the Placing.

The Board is pleased to announce that the conditions of the Placing Agreement have been fulfilled and completion of the Placing took place on 13 October 2017, where a total of 1,070,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees under the terms and conditions of the Placing Agreement.

Reference is made to the announcement of Sunway International Holdings Limited (the “**Company**”) dated 18 September 2017 in respect of the Placing (the “**Announcement**”). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING AGREEMENT

The Board is pleased to announce that the conditions of the Placing Agreement have been fulfilled and completion of the Placing took place on 13 October 2017, where a total of 1,070,000,000 Placing Shares (representing approximately 16.65% of the entire issued share capital of the Company as at the date of this announcement) have been successfully placed by the Placing Agent to not less than six Placees under the terms and conditions of the Placing Agreement.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the Placees and their ultimate beneficial owners(s) are Independent

Third Parties. None of the Placees has become a substantial shareholder (as defined under the Listing Rules) of the Company immediately upon completion of the Placing.

The net proceeds from the Placing, after deducting the placing commission and other expenses (including but not limited to legal expenses) in connection with the Placing is approximately HK\$100.00 million. The Company intends to apply all of the net proceeds for the possible acquisition as announced by the Company on 12 September 2017.

SHAREHOLDING STRUCTURE OF THE COMPANY

The following sets out the shareholding structures of the Company (1) immediately before completion of the Placing; and (2) immediately after completion of the Placing:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Substantial Shareholders				
Business Century Investments Limited ^(Note 1)	1,043,648,332	19.48	1,043,648,332	16.24
Ms. Xie Guilin ^(Note 1)	1,096,748,332	20.48	1,096,748,332	17.06
Everun Oil Co., Limited	959,330,000	17.91	959,330,000	14.93
Sunteen Capital Holdings Limited	374,648,549	6.99	374,648,549	5.83
Directors				
Mr. Huang Weidong	35,280,000	0.66	35,280,000	0.55
Mr. Leung Chi Fai	4,240,000	0.08	4,240,000	0.06
Mr. Li Chongyang	46,100,000	0.86	46,100,000	0.72
Mr. Cong Yongjian	750,000	0.01	750,000	0.01
Sub-total	2,517,096,881	46.99	2,517,096,881	39.16
Public Shareholders ^(Note 2)	2,839,986,365	53.01	2,839,986,365	44.19
Placee(s) ^(Note 2)	-	-	1,070,000,000	16.65
Total	5,357,083,246	100.00	6,427,083,246	100.00

Notes:

- (1) The 1,043,648,332 Shares are held by Business Century Investments Limited and the 53,100,000 Shares are held by Ms. Xie Guilin. The entire issued share capital of Business Century Investments Limited is legally and beneficially owned by Ms. Xie Guilin. Hence, the aggregate shareholding of Ms. Xie Guilin is deemed to be 1,096,748,332 Shares.
- (2) Placing Shares have been placed by the Placing Agent to not less than six Placees who are Independent Third Parties. None of the Placees has become a substantial shareholder of the Company. Hence,

the shareholding held by the Placees is regarded as held by the public.

(3) The percentages are subject to rounding difference, if any.

By Order of the Board
Sunway International Holdings Limited
Leung Chi Fai
Executive Director and Company Secretary

Hong Kong, 13 October 2017

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Li Chongyang, Mr. Leung Chi Fai and Ms. Qi Jiao, two non-executive Directors, namely, Mr. Huang Weidong (Chairman) and Mr. Liu Chenli and three independent non-executive Directors, namely, Mr. Cong Yongjian, Mr. Lam Kai Yeung and Dr. Lam Huen Sum.

Website: <http://www.irasia.com/listco/hk/sunway/index.htm>

**For identification purpose only*