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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

Joint Placing Agents



國泰君安國際
GUOTAI JUNAN INTERNATIONAL

Guotai Junan Securities (Hong Kong) Limited



易易壹證券有限公司
EASY ONE SECURITIES LIMITED

The Board is pleased to announce that the conditions of the Placing Agreement have been fulfilled and completion of the Placing took place on 17 May 2017, where a total of 872,880,000 Placing Shares have been successfully placed by the Joint Placing Agents 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 26 April 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 17 May 2017, where a total of 872,880,000 Placing Shares have been successfully placed by the Joint Placing Agents 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 of the Company immediately upon completion of the Placing.

The net proceeds from the Placing, after deducting the placing commission and other expenses in connection with the Placing from the gross proceeds, is approximately HK\$73.10 million, as to HK\$60 million is intended to be used for the development of financial services business and the remaining balance of approximately HK\$13.10 million is intended to be used for general working capital of the Group.

SHAREHOLDING STRUCTURE OF THE COMPANY

The following sets out the shareholding structure 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 ^(Note 1)	1,060,548,332	23.65	1,060,548,332	19.80
Everun Oil Co., Limited ^(Note 2)	973,420,000	21.71	973,420,000	18.17
Directors				
Mr. Leung Chi Fai	4,240,000	0.09	4,240,000	0.08
Mr. Li Chongyang	46,100,000	1.03	46,100,000	0.86
Mr. Cong Yongjian	750,000	0.02	750,000	0.01
Sub-total	<u>2,085,058,332</u>	<u>46.50</u>	<u>2,085,058,332</u>	<u>38.92</u>
Public Shareholders ^(Note 3)	2,399,144,914	53.50	2,399,144,914	44.79
Placees ^(Note 3)	-	-	872,880,000	16.29
Total	<u><u>4,484,203,246</u></u>	<u><u>100.00</u></u>	<u><u>5,357,083,246</u></u>	<u><u>100.00</u></u>

Notes:

- (1) *Business Century Investments Limited is wholly-owned by Ms. Xie Guilin.*
- (2) *Everun Oil Co., Limited is wholly-owned by Mr. Chen Jingan.*
- (3) *Placing Shares have been placed by the Joint Placing Agents 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 shareholdings held by the Placees are regarded as held by the public.*

By Order of the Board
Sunway International Holdings Limited
Huang Weidong
Chairman

Hong Kong, 17 May 2017

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

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

**For identification purpose only*