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China Hongqiao Group Limited

中國宏橋集團有限公司

(Incorporated under the laws of Cayman Islands with limited liability)

(Stock Code: 1378)

SUPPLEMENTAL AGREEMENT TO THE MEMORANDUM OF UNDERSTANDING IN RELATION TO POSSIBLE SUBSCRIPTION OF SHARES IN THE COMPANY

This announcement is made by China Hongqiao Group Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 20 March 2017 (the “**Announcement**”), in relation to the memorandum of understanding (the “**MOU**”) entered into between CTICM and the Company, and the Possible Subscription contemplated thereunder. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that on 7 July 2017, CTICM and the Company entered into a supplemental agreement to the MOU (the “**Supplemental Agreement**”), pursuant to which CTICM and the Company agreed to amend and/or supplement the following terms of the MOU:

- (i) according to the MOU, the period of Due Diligence shall not exceed three (3) months from the date of execution of the MOU. The Company and CTICM agreed to extend such period of Due Diligence to six (6) months commencing from the date of execution of the Supplemental Agreement (both dates inclusive).
- (ii) according to the MOU, during the period from the date of execution of the MOU up to the date falling three (3) months from the date of execution of the MOU (or such later date as may be agreed between the Company and CICTM) (the “**Exclusivity Period**”), the Company shall not enter into any statement of intent or understanding or agreement with any person or entity (other than

CITCM) in relation to the Possible Subscription or transactions having similar effect to the Possible Subscription as contemplated under the MOU. The Company and CTICM agreed to extend the Exclusivity Period to six (6) months commencing from the date of execution of the Supplemental Agreement (both dates inclusive).

The Possible Subscription contemplated under the MOU and the Supplemental Agreement is subject to the entering into of the definitive agreement by the Company and CITCM and the relevant terms and conditions have not yet been finalized and therefore the Possible Subscription may or may not materialize. Further announcement(s) in relation to the Possible Subscription will be made by the Company in accordance with all applicable requirements of the Listing Rules as and when appropriate.

Accordingly, shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
China Hongqiao Group Limited
Zhang Shiping
Chairman

Shandong, the PRC
7 July 2017

As at the date of this announcement, the Board comprises eight directors, namely Mr. Zhang Shiping, Ms. Zheng Shuliang and Mr. Zhang Bo as executive directors, Mr. Yang Congsen and Mr. Zhang Jinglei as non-executive directors, and Mr. Chen Yinghai, Mr. Xing Jian and Mr. Han Benwen as independent non-executive directors.