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珠光控股
ZHUGUANG HOLDINGS

ZHUGUANG HOLDINGS GROUP COMPANY LIMITED

珠光控股集團有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 1176)

**EXTENSION OF MATURITY DATE OF 2017 FIRST TRANCHE NOTES
AND
DISCLOSURE UNDER RULES 13.17 AND 13.18**

Reference is made to the announcement (“**Announcement**”) of Zhuguang Holdings Group Company Limited (“**Company**” and its subsidiaries, the “**Group**”) dated 30 November 2017 in relation to the issue of senior secured guaranteed notes of an aggregate principal amount of up to US\$80,000,000 (equivalent to approximately HK\$624,000,000) (“**2017 Senior Notes**”) by the Company. Capitalised terms used in this announcement have the same meanings as defined in the Announcement, unless defined herein or the context requires otherwise.

EXTENSION OF MATURITY DATE OF 2017 FIRST TRANCHE NOTES

The Company has issued the 2017 Senior Notes in the principal amount of US\$50,000,000 (equivalent to approximately HK\$390,000,000) (“**2017 First Tranche Notes**”) to the First Tranche Investor. As at the date of this announcement, the outstanding principal amount of the 2017 First Tranche Notes amounted to US\$42,000,000 (equivalent to approximately HK\$327,600,000).

The Board announces that after trading hours on 22 January 2020, the Company, the Controlling Shareholder, the Ultimate Shareholders and the First Tranche Investor entered into a consent letter to, among others, amend the maturity date of the 2017 Senior Notes to the effect that the maturity date of the outstanding 2017 First Tranche Notes of an aggregate principal amount of US\$42,000,000 (equivalent to approximately HK\$327,600,000) shall be extended to 12 December 2020. Save as disclosed above, all the principal terms and conditions of the 2017 Senior Notes remain unchanged and shall continue to be in full force and effect.

** For identification purpose only*

LISTING RULES IMPLICATIONS

Pursuant to the Note Purchase Agreement, the Controlling Shareholder has entered into the Listco Share Charge, whereby the Controlling Shareholder has charged, by way of a first fixed charge, 100,000,000 Shares, in favour of the First Tranche Investor. Please refer to the paragraph headed “The Note Purchase Agreement — The Senior Notes — Security” in the Announcement for further details. The charge of the Shares under the Listco Share Charge requires disclosure pursuant to Rule 13.17 of the Listing Rules.

The conditions of the Senior Notes also contain certain specific performance obligations on the Controlling Shareholder and the Ultimate Shareholders, which require disclosure pursuant to Rule 13.18 of the Listing Rules. Please refer to the paragraph headed “The Note Purchase Agreement — The Senior Notes — Specific performance obligations of the Controlling Shareholder and the Ultimate Shareholders” in the Announcement for further details.

On behalf of the Board
Zhuguang Holdings Group Company Limited
Chu Hing Tsung
Chairman

Hong Kong, 22 January 2020

As at the date of this announcement, the Board comprises (i) six executive Directors, namely Mr. Chu Hing Tsung (alias Mr. Zhu Qing Yi) (Chairman), Mr. Liu Jie (Chief Executive Officer), Mr. Liao Tengjia (Deputy Chairman), Mr. Huang Jiajue (Deputy Chairman), Mr. Chu Muk Chi (alias Mr. Zhu La Yi) and Ms. Ye Lixia; and (ii) three independent non-executive Directors, namely Mr. Leung Wo Ping JP, Mr. Wong Chi Keung and Dr. Feng Ke.