

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute a solicitation of offer to buy any securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. Neither this announcement nor any copy hereof may be taken into or distributed into the United States. The securities referred to herein have not been and will not be registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company and its management, as well as financial statements. No public offer of securities is to be made by the Company in the United States.



HAIDILAO INTERNATIONAL HOLDING LTD.

海底捞国际控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6862)

PROPOSED ISSUE OF USD DENOMINATED NOTES

Reference is made to the announcement of the Company dated October 13, 2020. The Company proposes to conduct an international offering of USD denominated notes. The Notes will only be offered outside of the United States in compliance with Regulation S under the Securities Act.

The completion of the Proposed Offering is subject to market conditions and investors' interest. The pricing of the Notes, including the aggregate principal amount, the issue price and the interest rates, will be determined through a book building exercise to be conducted by Morgan Stanley & Co. International plc and China International Capital Corporation Hong Kong Securities Limited as the joint global coordinators, joint lead managers and joint bookrunners and CMB International Capital Limited and Credit Suisse (Hong Kong) Limited as the joint lead managers and joint bookrunners of the Proposed Offering. As at the date of this announcement, the amount and the terms and conditions of the Notes have yet to be finalized. Upon finalizing the terms of the Notes, it is expected that the Company, Morgan Stanley & Co. International plc, China International Capital Corporation Hong Kong Securities Limited, CMB International Capital Limited and Credit Suisse (Hong Kong) Limited will enter into the Subscription Agreement in relation to the Notes.

The Company intends to use the net proceeds of the Notes for general corporate purposes. The Company may adjust the foregoing stated use of proceeds in response to changing market conditions and certain other circumstances and therefore reallocate the use of proceeds.

The Notes have not been and will not be registered under the U.S. Securities Act. The Notes may only be offered and sold outside the United States in compliance with Regulation S under the U.S. Securities Act. None of the Notes will be offered to the public in Hong Kong.

Subject to the entering into of the Subscription Agreement, the Company will seek a listing of the Notes on the Stock Exchange. A confirmation of the eligibility for the listing of the Notes has been received from the Stock Exchange. Quotation of the Notes on the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

The completion of the Subscription Agreement is subject to certain conditions which may or may not be satisfied and the Subscription Agreement may be terminated upon the occurrence of certain events.

As no binding agreement in relation to the Proposed Offering has been entered into as at the date of this announcement, the Proposed Offering may or may not materialize. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Proposed Offering will be made by the Company should the Subscription Agreement be signed.

INTRODUCTION

Reference is made to the announcement of the Company dated October 13, 2020. The Company proposes to conduct an international offering of USD denominated notes.

The pricing of the Notes, including the aggregate principal amount, the issue price and the interest rates, will be determined through a book building exercise to be conducted by Morgan Stanley & Co. International plc and China International Capital Corporation Hong Kong Securities Limited as the joint global coordinators, joint lead managers and joint bookrunners and CMB International Capital Limited and Credit Suisse (Hong Kong) Limited as the joint lead managers and joint bookrunners of the Proposed Offering. As at the date of this announcement, the amount and the terms and conditions of the Notes have yet to be finalized. Upon finalizing the terms of the Notes, it is expected that the Company, Morgan Stanley & Co. International plc, China International Capital Corporation Hong Kong Securities Limited, CMB International Capital Limited and Credit Suisse (Hong Kong) Limited will enter into the Subscription Agreement in relation to the Notes. The Company will make further announcement(s) in respect of the Proposed Offering should the Subscription Agreement be signed.

The Notes have not been and will not be registered under the U.S. Securities Act. The Notes may only be offered and sold outside the United States in compliance with Regulation S under the U.S. Securities Act. None of the Notes will be offered to the public in Hong Kong.

REASONS FOR THE PROPOSED OFFERING

The Company intends to use the net proceeds of the Notes for general corporate purposes. The Company may adjust the foregoing stated use of proceeds in response to changing market conditions and certain other circumstances and therefore reallocate the use of proceeds.

LISTING

Subject to the entering into of the Subscription Agreement, the Company will seek a listing of the Notes on the Stock Exchange. A confirmation of the eligibility for the listing of the Notes has been received from the Stock Exchange. Quotation of the Notes on the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

INFORMATION ABOUT THE COMPANY

The Company is a company incorporated under the laws of the Cayman Islands with limited liability on July 14, 2015, whose shares are listed on the main board of the Stock Exchange. Haidilao is a globally leading and fast-growing Chinese cuisine restaurant brand focused on hot pot cuisine. The Haidilao brand has become a cultural phenomenon in Chinese cuisine that is synonymous with an unparalleled level of service and dining experience.

GENERAL

As no binding agreement in relation to the Proposed Offering has been entered into as at the date of this announcement, the Proposed Offering may or may not materialize. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Proposed Offering will be made by the Company should the Subscription Agreement be signed.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Company”	Haidilao International Holding Ltd. (海底捞国际控股有限公司), a company incorporated under the laws of the Cayman Islands with limited liability on July 14, 2015
“Directors”	the directors of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Notes”	the USD notes proposed to be issued by the Company
“PRC”	the People’s Republic of China, excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan for the purpose of this announcement
“Proposed Offering”	the proposed issue of the Notes by the Company

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscription Agreement”	the agreement proposed to be entered into between the Company, Morgan Stanley & Co. International plc, China International Capital Corporation Hong Kong Securities Limited, CMB International Capital Limited and Credit Suisse (Hong Kong) Limited in relation to the Proposed Offering
“USD”	United States dollars
“U.S. Securities Act”	the United States Securities Act of 1933, as amended

By order of the Board
Haidilao International Holding Ltd.
Zhang Yong
Chairman

Hong Kong, January 5, 2021

As of the date of this announcement, the Board of Directors of the Company comprises Mr. Zhang Yong as the Chairman and Executive Director and Mr. Shi Yonghong, Mr. Zhou Zhaocheng and Ms. Gao Jie as Executive Directors, Ms. Shu Ping as the Non-executive Director, and Dr. Chua Sin Bin, Mr. Hee Theng Fong and Mr. Qi Daqing as Independent Non-executive Directors.