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SILVER GRANT INTERNATIONAL INDUSTRIES LIMITED

銀建國際實業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 171)

INSIDE INFORMATION DISPOSAL OF SHARES BY SUBSTANTIAL SHAREHOLDERS AND CHANGE OF SUBSTANTIAL SHAREHOLDERS

This announcement is made by the board of directors (the “**Board**”) of Silver Grant International Industries Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company has been informed by Silver Grant Group Limited (“**SGGL**”), a substantial shareholder (as defined in the Listing Rules) of the Company, that on 29 June 2018 (after trading hours), SGGL entered into a conditional share transfer agreement with Zhuguang Holdings Group Company Limited (“**Zhuguang Holdings**”) and Mr. Gao Jian Min (as guarantor of SGGL) (“**Guarantor**”), pursuant to which, SGGL agreed to sell and Zhuguang Holdings (or its wholly-owned subsidiary) agreed to purchase 291,220,022 shares of the Company, representing approximately 12.64% of the issued share capital of the Company at a consideration of HK\$896,957,668.00 (equivalent to HK\$3.08 per sale share) (“**SGGL Disposal**”). Pursuant to the above mentioned share transfer agreement, SGGL agreed to procure the resignation of Mr. Liu Tianni and Mr. Hui Xiao Bing as directors of the Company on the date of completion of the SGGL Disposal, and, SGGL (including the Guarantor) shall use all reasonable measures (on condition that without violating the articles of association of the Company and the Listing Rules), to procure the Company to convene a board meeting (or to pass a written resolution) on the date of completion of SGGL Disposal to approve the appointment of two new directors and/or company secretary to be nominated by Zhuguang Holdings with effect from the date designated by Zhuguang Holdings.

The Company has further been informed by CGNPC International Limited (“CGNPC”), a substantial shareholder (as defined in Listing Rules) of the Company, that on 29 June 2018 (after trading hours), CGNPC entered into a conditional share transfer agreement with Zhuguang Holdings, pursuant to which, CGNPC agreed to sell and Zhuguang Holdings (or its wholly-owned subsidiary) agreed to purchase 364,140,000 shares of the Company, representing approximately 15.80% of the issued share capital of the Company at a consideration of HK\$1,121,551,200.00 (equivalent to HK\$3.08 per sale share) (“CGNPC Disposal”). Pursuant to the above mentioned share transfer agreement, CGNPC shall procure that the directors of the Company nominated by CGNPC shall resign on the date of completion of the CGNPC Disposal.

Zhuguang Holdings is a company whose shares are listed on the Stock Exchange (stock code: 1176). To the best knowledge, information and belief of the directors of the Company, Zhuguang Holdings is independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

Subject to the fulfillment of conditions set out in the respective share transfer agreements, it is expected that the completion of the SGGL Disposal and the CGNPC Disposal will take place within 90 days from the date of the respective share transfer agreements (or such earlier date as may be agreed by the parties thereto in writing), and following such completions, SGGL and CGNPC will no longer hold any share in the Company and will cease to be shareholders of the Company and Zhuguang Holdings will become a substantial shareholder interested in 655,360,022 shares of the Company, representing approximately 28.44% of the issued share capital of the Company.

The completion of the SGGL Disposal and CGNPC Disposal are subject to certain conditions under the respective share transfer agreements. Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Silver Grant International Industries Limited
Gao Jian Min
Executive Director and Managing Director

Hong Kong, 2 July 2018

As at the date of this announcement, the Board comprises Mr. Gao Jian Min (Managing Director), Mr. Liu Tianni (Deputy Managing Director) and Mr. Ma Yilin as executive directors; Mr. Luo Zhenhong (Chairman), Mr. Hui Xiao Bing (Vice Chairman) and Mr. Chen Qiming (Vice Chairman) as non-executive directors and Mr. Liang Qing, Mr. Zhang Lu and Mr. Hung Muk Ming as independent non-executive directors.