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## KAM HING INTERNATIONAL HOLDINGS LIMITED

### 錦興國際控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 02307)**

#### ANNOUNCEMENT

#### PURSUANT TO RULE 13.18 OF THE LISTING RULES

The board (the “**Board**”) of directors (the “**Directors**”) of Kam Hing International Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) make the following disclosures in compliance with Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Pursuant to the facility agreement (the “**Facility Agreement**”) dated 25 August 2015 and entered into among (i) Kam Hing Piece Works Limited, a wholly-owned subsidiary of the Company, as borrower, (ii) the Company and two other subsidiaries of the Company as guarantors, and (iii) various financial institutions as agent and lenders, a term loan facility (the “**Loan Facility**”) of HK\$1,000,000,000 is made available to the Group repayable in four equal instalments on the dates falling 24, 30, 36 and 42 months after the date of the Facility Agreement. The Loan Facility will be used to prepay the existing term loan facility (the “**Existing Facility**”) made available to the Group in 2013 with the balance to be used to finance the general working capital and the capital expenditure of the Group.

Like the Existing Facility, it is provided in the Facility Agreement that if, among other matters: (a) the chairman of the Company is not or ceases to be either one of Mr. Tai Chin Chun and Mr. Tai Chin Wen (both being executive Directors and substantial shareholders of the Company) (together with their respective spouses, Ms. Cheung So Wan and Ms. Wong Siu Yuk (who are also executive Directors), the “**Tai Family**”); (b) Mr. Tai Chin Chun and Mr. Tai Chin Wen do not or cease to have management control of the Group; (c) the Tai Family collectively: (i) does not or ceases to beneficially own, directly or indirectly, at least 40% of the entire issued share capital of the Company, carrying at least 40% of the voting right, free from any security interest; (ii) is

not or ceases to be the single largest shareholder of the Company; and/or (iii) does not or ceases to appoint or nominate the majority of the Board, it will amount to an event of default and the commitments under the Loan Facility may be cancelled and all amounts outstanding under the Loan Facility may become immediately due and payable.

As at the date hereof, the Tai Family together beneficially owns approximately 50.07% of the issued share capital of the Company. The Tai Family confirms that they have no intention to do anything which will trigger the above-mentioned event of default under the Facility Agreement.

Disclosure of the above will also be included in the subsequent interim and annual reports of the Company for so long as the above provision continues to exist.

By order of the Board  
**Kam Hing International Holdings Limited**  
**Tai Chin Chun**  
*Chairman*

Hong Kong, 25 August 2015

*As at the date of this announcement, the Board comprises Mr. Tai Chin Chun, Mr. Tai Chin Wen, Ms. Cheung So Wan, Ms. Wong Siu Yuk, Mr. Chong Chau Lam and Mr. Wong Wai Kong, Elmen as executive Directors; and Mr. Chan Yuk Tong, Jimmy, Ms. Chu Hak Ha, Mimi and Mr. Ho Gilbert Chi Hang as independent non-executive Directors.*