

PAN HONG HOLDINGS GROUP LIMITED

(Incorporated in Bermuda)
(Registration Number: 37749)



THE PROPOSED DISTRIBUTION, PROPOSED BYE-LAW AMENDMENT, PROPOSED CAPITAL REDUCTION AND PROPOSED SHARE PREMIUM REDUCTION

- COMPLETION OF PROPOSED DISTRIBUTION

The Board of Directors of Pan Hong Holdings Group Limited (the "**Company**") refers to the announcements of 25 August 2017, 20 December 2017, 12 January 2018, 8 February 2018, 26 February 2018 and 6 March 2018 relating to the abovementioned matters (collectively, the "**Announcements**") and the Company's circular to Shareholders dated 16 January 2018 (the "**Circular**"). Where capitalised terms are used in this announcement but are not otherwise defined herein, such terms shall bear the same meanings ascribed thereto in the Circular and the Announcements.

1. Completion

The Company wishes to announce that the Proposed Distribution has been completed and the Entitled Shareholders have been registered as members of Sino Harbour Holdings Group Limited ("**SH**") today. The share certificates in respect of the Sino Harbour Shares have also been despatched today.

Sino Harbour Shares which would otherwise have been distributed to Overseas Shareholders pursuant to the Proposed Distribution will be dealt with in the manner described in paragraph 6.6 of the Circular.

Save for Overseas Shareholders who will be receiving a cash payment in accordance with paragraph 6.6 of the Circular, any rights to distribution from SH will accrue to the Entitled Shareholders only on and from the Date of Completion. Entitled Shareholders will have no right to such distribution from SH where the books closure date for determining entitlements to such distributions falls prior to the Date of Completion.

Following the completion of the Proposed Distribution, SH and its subsidiaries will cease to be subsidiaries of the Company and will be deconsolidated from the Group.

2. Trading of Odd Lots

For the purposes of trading on the HKEX, the board lot size of Sino Harbour Shares is 2,000 shares.

Entitled Shareholders who receive odd lots of Sino Harbour Shares pursuant to the Proposed Distribution and who wish to trade such odd lots on the HKEX may trade through the Exchange Participants.

To facilitate the trading of odd lots of Sino Harbour Shares arising from the Proposed Distribution, the Company has appointed RHB Securities Hong Kong Limited to provide odd

lot matching services for the sale and purchase of odd lots of Sino Harbour Shares at the relevant market price per Sino Harbour Share, on a commercially reasonable effort basis, to those shareholders of SH (including Entitled Shareholders who will hold the Sino Harbour Shares directly pursuant to the Proposed Distribution) who wish to acquire odd lots of Sino Harbour Shares to make up a full board lot, or to dispose of their holding of odd lots of Sino Harbour Shares. This service will be available from 3 April 2018 at 9.00 a.m. to 11 May 2018 at 4.00 p.m., both days inclusive.

Entitled Shareholders who wish to utilize the service should contact Ms. Olivia Chan of RHB Securities Hong Kong Limited at 852 2103-9253, 12/F, World-Wide House, 19 Des Voeux Road Central, Hong Kong during the abovementioned period.

Holders of odd lots of Sino Harbour Shares should note that successful matching of the sale and purchase of odd lots of Sino Harbour Shares is not guaranteed. If you are in any doubt as to the above arrangements, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

By Order of the Board

Wong Lam Ping
Executive Chairman
29 March 2018