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**HAO TIAN INTERNATIONAL  
CONSTRUCTION INVESTMENT GROUP LIMITED**

**昊天國際建設投資集團有限公司**

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

**(Stock code: 1341)**

**SUPPLEMENTAL AGREEMENT  
IN RELATION TO THE ACQUISITION OF  
THE ENTIRE ISSUED SHARE CAPITAL OF  
THE TARGET COMPANY INVOLVING ISSUE OF NEW SHARES  
UNDER SPECIFIC MANDATE**

**INTRODUCTION**

Reference is made to the announcement of the Company dated 28 March 2018 (the “**Announcement**”) in relation to the Acquisition. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

**SUPPLEMENTAL AGREEMENT TO THE SP AGREEMENT**

The Board wishes to announce that, on 25 June 2018 (after trading hours), the Company, the Vendor and the Purchaser have entered into a supplemental agreement to the SP Agreement (the “**Supplemental Agreement**”). The principal terms of the Supplemental Agreement are set out below.

Pursuant to the Supplemental Agreement, among other things, the parties have amended the terms of payment of the HK\$50,000,000 portion of the Total Consideration originally to be settled by the allotment and issue of the Consideration Shares, as follows:

On the date on which all the conditions precedent to Completion having been fulfilled or waived (where applicable) (the “**CP Fulfilment Date**”), if the Company would not be able to comply with rule 8.08(1)(a) of the Listing Rules on the assumption that all Consideration Shares (i.e. 125,000,000 ordinary shares in HTICI (the “**HTICI Shares**”)) were to be allotted and issued to the Vendor on the CP Fulfilment Date, the number of HTICI Shares to be allotted and issued by the Company to the Vendor upon Completion shall be reduced to such lower number to the extent required to comply with rule 8.08(1)(a) of the Listing Rules, and the shortfall resulting from such decrease in the number of Shares to be allotted and issued upon Completion (the “**Shortfall Consideration Shares**”) shall be settled by the Purchaser on the Completion Date by way of cash in the amount equal to the number of

Shortfall Consideration Shares multiplied by the Consideration Share Price (i.e. HK\$0.4 per Share) (the “**Additional Cash Amount**”). For the avoidance of doubt, if allotment and issue of any Shares would result in the Company failing or continuing to fail to comply with rule 8.08(1)(a) of the Listing Rules, the number of Shares to be allotted and issued by the Company to the Vendor upon Completion shall be reduced to zero and the Additional Cash Amount shall be HK\$50,000,000.

Save the aforesaid amendments and a few minor consequential amendments, all other terms of the SP Agreement shall remain unchanged and continue in full force and effect.

By Order of the Board  
**Hao Tian International Construction  
Investment Group Limited**  
**Tang Yiu Chi James**  
*Executive Director*

Hong Kong, 25 June 2018

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Fok Chi Tak, Mr. Tang Yiu Chi James and Dr. Zhiliang Ou, J.P., (Australia); and three independent non-executive Directors, namely Mr. Lee Chi Hwa Joshua, Mr. Mak Yiu Tong and Mr. Li Chi Keung Eliot.*