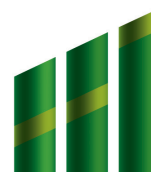


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*This joint announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase, or subscribe for any securities of HTI Construction.*



**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)**

**昊天發展集團有限公司**  
**Hao Tian Development Group Limited**

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

**(Stock code: 00474)**

**JOINT ANNOUNCEMENT  
RESULTS OF THE RIGHTS ISSUE OF  
1,200,000,000 RIGHTS SHARES ON THE BASIS OF  
ONE (1) RIGHTS SHARE FOR EVERY  
TWO (2) SHARES HELD ON THE RECORD DATE**

**Underwriter to the Rights Issue**

**Hao Tian Management (China) Limited**

**RESULTS OF THE RIGHTS ISSUE**

The board of HTI Construction Directors is pleased to announce that all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement had not been terminated by the Underwriter on or before the Latest Time for Termination. Accordingly, the Rights Issue and the Underwriting Agreement became unconditional at 4:00 p.m. on Thursday, 2 August 2018. The gross proceeds raised from the Rights Issue are approximately HK\$180,000,000 before expenses.

At 4:00 p.m. on Wednesday, 1 August 2018, being the Latest Time for Acceptance, a total of 62 valid applications and acceptances had been received for a total of 1,117,615,312 Rights Shares, which comprise:

- (a) a total of 36 valid acceptances for provisional allotments of a total of 932,576,948 Rights Shares, representing approximately 77.71% of the total number of Rights Shares available for subscription under the Rights Issue; and

(b) a total of 26 valid applications for excess Rights Shares of a total of 185,038,364 Rights Shares, representing approximately 15.42% of the total number of Rights Shares available for subscription under the Rights Issue.

In aggregate, 62 valid acceptances and applications in respect of 1,117,615,312 Rights Shares have been accepted and applied for representing approximately 93.13% of the total number of 1,200,000,000 Rights Shares available for subscription under the Rights Issue.

Pursuant to the Irrevocable Undertaking by HTM (China), HTM (China) has subscribed for the 750,000,000 Rights Shares provisionally allotted to it.

Based on the subscription results, the Rights Issue was under-subscribed by 82,384,688 Rights Shares, representing approximately 6.87% of the total number of 1,200,000,000 Rights Shares available for subscription under the Rights Issue. Pursuant to the terms and conditions of the Underwriting Agreement, the Underwriter had performed its underwriting obligations and all Underwritten Shares not taken up were subscribed by the Underwriter.

### **EXCESS RIGHTS SHARES**

Given the under-subscription of the Rights Issue, 26 valid applications for a total of 185,038,364 excess Rights Shares have been accepted and the relevant number of the Rights Shares will be allotted and issued in full to the relevant applicants. The Shareholders applying for such excess Rights Shares will be fully allotted with the excess Rights Shares that were applied for. Therefore, no refund cheques for wholly or partially unsuccessful valid applications for excess Rights Shares will be posted.

### **DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS SHARES**

It is expected that the share certificates for the Rights Shares, in their fully-paid form, will be despatched to applicants/allottees who are entitled thereto by ordinary post at their own risk on or around Thursday, 9 August 2018. Each applicant/allottee will receive one share certificate for all of the Rights Shares allotted and issued to him/her/it.

### **COMMENCEMENT OF DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM**

The Listing Committee of the Stock Exchange has granted approval for the listing of and permission to deal in the Rights Shares. Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Friday, 10 August 2018.

References are made to the joint announcement (the “**Joint Announcement**”) of Hao Tian International Construction Investment Group Limited (“**HTI Construction**”) and Hao Tian Development Group Limited (“**HTD**”) dated 25 June 2018 in relation to, amongst others, the Rights Issue, the Underwriting Agreement and the transactions contemplated thereunder and the prospectus of HTI Construction dated 17 July 2018 (the “**Prospectus**”), in respect

of, amongst others, the Rights Issue. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Joint Announcement and the Prospectus.

## **RESULTS OF THE RIGHTS ISSUE**

The board of HTI Construction Directors is pleased to announce that all the conditions set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement had not been terminated by the Underwriter on or before the Latest Time for Termination. Accordingly, the Rights Issue and the Underwriting Agreement became unconditional at 4:00 p.m. on Thursday, 2 August 2018. The gross proceeds raised from the Rights Issue are approximately HK\$180,000,000 before expenses.

At 4:00 p.m. on Wednesday, 1 August 2018, being the Latest Time for Acceptance, a total of 62 valid applications and acceptances had been received for a total of 1,117,615,312 Rights Shares, which comprise:

- (a) a total of 36 valid acceptances for provisional allotments of a total of 932,576,948 Rights Shares, representing approximately 77.71% of the total number of Rights Shares available for subscription under the Rights Issue; and
- (b) a total of 26 valid applications for excess Rights Shares of a total of 185,038,364 Rights Shares, representing approximately 15.42% of the total number of Rights Shares available for subscription under the Rights Issue.

In aggregate, 62 valid acceptances and applications in respect of 1,117,615,312 Rights Shares have been accepted and applied for, representing approximately 93.13% of the total number of 1,200,000,000 Rights Shares available for subscription under the Rights Issue.

Pursuant to the Irrevocable Undertaking by HTM (China), HTM (China) has subscribed for the 750,000,000 Rights Shares provisionally allotted to it.

Based on the subscription results, the Rights Issue was under-subscribed by 82,384,688 Rights Shares (the “**Untaken Shares**”), representing approximately 6.87% of the total number of 1,200,000,000 Rights Shares available for subscription under the Rights Issue.

## **EXCESS RIGHTS SHARES**

Given the under-subscription of the Rights Issue, 26 valid application for a total of 185,038,364 excess Rights Shares have been accepted and the relevant number of the Rights Shares will be allotted and issued in full to the relevant applicants. The Shareholders applying for such excess Rights Shares will be fully allotted with the excess Rights Shares that were applied for. Therefore, no refund cheques for wholly or partially unsuccessful valid applications for excess Rights Shares will be posted.

## UNDERWRITING AGREEMENT

Pursuant to the terms and conditions of the Underwriting Agreement, the Underwriter has performed its underwriting obligations to subscribe or procure subscription for all the Untaken Shares, representing approximately 6.87% of the total number of Rights Shares being offered under the Rights Issue.

## EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF HTI CONSTRUCTION

To the best of the HTI Construction Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of HTI Construction immediately before and after completion of the Rights Issue is as follows:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	No. of Shares	Approximate %	No. of Shares	Approximate %
<b>Shareholders:</b>				
HTM (China) and parties acting in concert with it (Note 1)	1,500,000,000 (Note 2)	62.50	2,332,384,688 (Note 3)	64.79
Other public Shareholders	<u>900,000,000</u>	<u>37.50</u>	<u>1,267,615,312</u>	<u>35.21</u>
<b>Total</b>	<u><u>2,400,000,000</u></u>	<u><u>100</u></u>	<u><u>3,600,000,000</u></u>	<u><u>100</u></u>

### Notes:

1. HTM (China) is the Underwriter under the Underwriting Agreement. Since the Rights Issue was under-subscribed by 82,384,688 Rights Shares, the Underwriter is required to take up 82,384,688 Untaken Shares pursuant to the terms and conditions of the Underwriting Agreement.
2. The 1,500,000,000 Shares are held by HTM (China), which is directly wholly-owned by Win Team Investments Limited which is directly wholly-owned by HTD, which is owned as to 61.49% by Asia Link Capital Investment Holdings Limited, which is in turn directly wholly-owned by Li Shao Yu.
3. The 2,332,384,688 Shares are held by HTM (China), which is directly wholly-owned by Win Team Investments Limited which is directly wholly-owned by HTD, which is owned as to 61.49% by Asia Link Capital Investment Holdings Limited, which is in turn directly wholly-owned by Li Shao Yu.

## COMPLETION OF DISCLOSEABLE TRANSACTION BY HTD

HTM (China) subscribed for an aggregate of 832,384,688 Rights Shares (comprising 750,000,000 Shares pursuant to the Irrevocable Undertaking and 82,384,688 Shares pursuant to the Underwriting Agreement) under the Rights Issue. As the highest one of the applicable percentage ratios (as defined in the Listing Rules) for HTD exceeds 5% but is less than 25%, the transactions contemplated under the Irrevocable Undertaking and the Underwriting Agreement together constitute a discloseable transaction of HTD under the Listing Rules, which will complete upon the issue and allotment of the Rights Shares to HTM (China).

## **DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS SHARES**

It is expected that the share certificates for the Rights Shares, in their fully-paid form, will be despatched to applicants/allottees who are entitled thereto by ordinary post at their own risk on or around Thursday, 9 August 2018. Each applicant/allottee will receive one share certificate for all of the Rights Shares allotted and issued to him/her/it.

## **COMMENCEMENT OF LISTING OF AND DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM**

The Listing Committee of the Stock Exchange has granted approval for the listing of and permission to deal in the Rights Shares. Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Friday, 10 August 2018.

By order of the board of directors of  
**Hao Tian International Construction  
Investment Group Limited**  
**Fok Chi Tak**  
*Executive Director*

By order of the board of directors of  
**Hao Tian Development Group Limited**  
**Xu Hai Ying**  
*Executive Director*

Hong Kong, 8 August 2018

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

*The HTI Construction Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to HTI Construction and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the HTD Directors) have been arrived at upon due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.*

*As at the date of this joint announcement, the board of HTD Directors comprises three executive HTD Directors, namely Mr. Xu Hai Ying, Dr. Zhiliang Ou, J.P. (Australia) and Mr. Fok Chi Tak; and three independent non-executive HTD Directors, mainly Mr. Chan Ming Sun Jonathan, Mr. Lam Kwan Sing and Mr. Lee Chi Hwa, Joshua.*

*The HTD Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to HTI Construction) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the HTI Construction Directors) have been arrived at upon due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.*