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弘達金融控股有限公司

HongDa Financial Holding Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1822)

**SUPPLEMENTAL ANNOUNCEMENT
IN RELATION TO
PROPOSED AMENDMENTS TO THE 2018 CONVERTIBLE BONDS**

Reference is made to the announcement of HongDa Financial Holding Limited (the “**Company**”) dated 10 May 2018 in relation to the Proposed Amendments (the “**Previous Announcement**”). Unless otherwise stated, terms used herein shall have the same meanings as those defined in the Previous Announcement.

The Board is pleased to announce that all of the conditions precedent for the Proposed Amendments to take effect under the Deed of Amendment have been fulfilled and the Proposed Amendments took effect on 16 May 2018.

As disclosed in the Previous Announcement, the initial conversion price of the 2018 Convertible Bonds (as amended by the Deed of Amendment) is HK\$0.35 per Conversion Share (the “**Conversion Price**”) subject to adjustment in the manner provided in the Terms and Conditions.

The Conversion Price was determined after arm’s length negotiations between the Company and the Bondholder with reference to the prevailing market price of the Shares and represents:

- (a) a discount of approximately 5.41% to the closing price of HK\$0.37 per Share as quoted on the Stock Exchange on 10 May 2018, being the trading day on which the Deed of Amendment was signed;
- (b) a premium of approximately 2.94% over the average closing price of approximately HK\$0.34 per Share as quoted on the Stock Exchange for the last five consecutive trading days up to and including 10 May 2018; and
- (c) a premium of approximately 2.94% over the average closing price of approximately HK\$0.34 per Share as quoted on the Stock Exchange for the last ten consecutive trading days up to and including 10 May 2018.

The Directors (including the independent non-executive Directors) are of the opinion that the Conversion Price is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

By order of the Board
HongDa Financial Holding Limited
Chen Xiaohang
Executive Director & CEO

Hong Kong, 16 May 2018

As at the date of this announcement, the Board comprises Ms. Tung Shun (Chairman) and Ms. Chen Xiaohang (CEO) as executive Directors; Mr. Li Xiaolu (Vice-Chairman) and Ms. Wang Li as non-executive Directors; and Mr. Fang Jun, Mr. Wong Yiu Kit, Ernest and Mr. Zhao Xianming as independent non-executive Directors.