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## **China Minsheng Drawin Technology Group Limited**

**中民築友科技集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 726)**

### **VOLUNTARY ANNOUNCEMENT CONVERSION OF CONVERTIBLE BONDS**

This is an announcement made by China Minsheng Drawin Technology Group Limited (the “**Company**”) on a voluntary basis to update its shareholders and potential investors in relation to the full conversion of unsecured zero-coupon convertible bonds of the Company in the principal amount of HK\$200,000,000 (the “**Convertible Bonds**”) held by an individual (the “**CB Holder**”) (whom the Company understands is a minority shareholder holding 4.17% equity interest in China Minsheng Jiaye Investment Co., Ltd., a controlling shareholder of the Company holding approximately 70.33% of the total issued shares of the Company as of the date of this announcement).

On 27 October 2017, the Company received a conversion notice from the CB Holder in respect of the full exercise of the conversion rights attached to the Convertible Bonds at the conversion price of HK\$0.20 per share, which entitle the CB Holder to receive 1,000,000,000 ordinary shares of the Company (the “**Conversion Shares**”). The Convertible Bonds were initially issued to Honghu Capital Company Limited by the Company as stated in the circular of the Company dated 30 April 2015 and the announcement of the Company dated 27 May 2017. The Company understands that the Convertible Bonds were subsequently acquired by the CB Holder from Honghu Capital at a total consideration of HK\$230,000,000. The Convertible Bonds had a maturity date of 26 May 2018 and are convertible at any time prior to the maturity date.

The Conversion Shares represent approximately 8.92% of the issued share capital of the Company immediately after the full conversion of the Convertible Bonds and the allotment and issue of the Conversion Shares to the CB Holder. The Conversion Shares ranks *pari passu* with all the existing shares of the Company at the date of allotment and among themselves in all respects.

Based on the information that is publicly available to the Company and within the knowledge of the Directors of the Company, upon the completion of the conversion, the number of shares of the Company which are in public hands is higher than the minimum percentage prescribed by the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

Upon the full conversion of the Convertible Bonds, there will be no further outstanding Convertible Bonds in issue, and the Convertible Bonds will be cancelled.

For and on behalf of  
**China Minsheng Drawin Technology Group Limited**  
**Yin Jun**  
*Chairman and Executive Director*

Hong Kong, 6 November 2017

*As at the date of this announcement, the Board comprises Mr. Yin Jun (Chairman), Mr. Chen Domingo and Mr. Mi Hongjun as executive directors; Mr. Chen Donghui, Ms. Gan Ping and Mr. Zhao Xiaodong as non-executive directors; Mr. Chan Chi Hung, Mr. Jiang Hongqing, Mr. Lee Chi Ming, and Mr. Ma Lishan as independent non-executive directors.*