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*(incorporated in Hong Kong with limited liability)  
(Stock Code: 01111)*

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**EXCHANGE OFFER BY CHONG HING BANK LIMITED (THE "ISSUER") TO HOLDERS OF ITS US\$225,000,000 6.000% SUBORDINATED NOTES DUE 2020 (STOCK CODE: 04327) (ISIN: XS0556302163) (THE "EXISTING NOTES") TO OFFER TO EXCHANGE THEIR EXISTING NOTES FOR NEW U.S. DOLLAR DENOMINATED 3.876 PER CENT. TIER 2 SUBORDINATED NOTES DUE 2027 (ISIN: XS1649885974) TO BE ISSUED BY THE ISSUER (THE "NEW EXCHANGE NOTES") (THE "EXCHANGE OFFER")**

## **FINAL RESULTS OF THE EXCHANGE OFFER**

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Reference is made to the announcements made by the Issuer on 12 July 2017 and 18 July 2017 in relation to the Exchange Offer. Full terms and conditions of the Exchange Offer are set out in the exchange offer memorandum dated 12 July 2017 (the "**Exchange Offer Memorandum**"). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as given to them in the Exchange Offer Memorandum. All documentation relating to the Exchange Offer and any updates will be available on the Exchange Offer website [www.lucid-is.com/chbank](http://www.lucid-is.com/chbank), which is subject to certain offer and distribution restrictions.

## **FINAL RESULTS OF THE EXCHANGE OFFER**

The Exchange Offer commenced on 12 July 2017 and expired at 5:00 p.m. (Hong Kong time) on 21 July 2017 (the "**Exchange Offer Deadline**").

As at the Exchange Offer Deadline, US\$20,976,000 in aggregate principal amount of the Existing Notes had been validly submitted for exchange of New Exchange Notes and not withdrawn pursuant to the terms and conditions of the Exchange Offer.

The Issuer has decided to accept all of the validly submitted Existing Notes, being US\$20,976,000 in aggregate principal amount, for exchange and issue US\$22,903,000 in aggregate principal amount of the New Exchange Notes pursuant to the Exchange Offer (the "**New Exchange Notes Amount**"). The Issuer had previously announced that it may accept up to the Maximum Acceptance Amount of US\$36,620,000 in Existing Notes.

The Settlement Date of the Exchange Offer is expected to be 26 July 2017. A Holder whose Existing Notes are accepted for exchange pursuant to the Exchange Offer will also receive the relevant Accrued Interest Payment and Cash Rounding Amount on the Settlement Date. Following settlement of the Exchange Offer, US\$204,024,000 in aggregate principal amount of the Existing Notes will remain outstanding.

The New Exchange Notes to be issued in exchange for the Existing Notes pursuant to the Exchange Offer will be in addition to any New Money Notes to be issued on the Settlement Date. The New Money Notes and the New Exchange Notes will be consolidated and form a single series (together, the "**New Notes**"). After such consolidation, the aggregate principal amount of the New Notes expected to be issued on the Settlement Date will be US\$382,903,000.

**The Exchange Offer is conditional, amongst other conditions, on settlement of the New Money Notes, and on terms and conditions satisfactory to the Issuer in its sole and absolute discretion (the "New Money Notes Condition"). There can be no assurance that the Issuer will be able to complete the issue of the New Money Notes and satisfy the New Money Notes Condition. Holders are advised to read carefully the Exchange Offer Memorandum for the full details of and information on the procedures for participating in the Exchange Offer.**

## **ANNOUNCEMENTS**

The Issuer will announce on the website of The Stock Exchange of Hong Kong Limited (a) any amendment, termination, extension or re-opening of the Exchange Offer; and (b) the settlement of the Exchange Offer. The Issuer may, in its sole discretion, extend, re-open, amend, waive any condition of or terminate the Exchange Offer at any time (subject to applicable law and as provided in the Exchange Offer Memorandum).

Holders who do not participate in the Exchange Offer, or whose Existing Notes are not accepted for exchange by the Issuer, will continue to hold their Existing Notes subject to the Existing Notes Conditions.

## **DEALER MANAGER AND EXCHANGE AGENT**

The Hongkong and Shanghai Banking Corporation Limited has been appointed as the dealer manager for the Exchange Offer. Lucid Issuer Services Limited has been appointed as the exchange agent for the Exchange Offer. Further details on the Exchange Offer can be found in the Exchange Offer Memorandum.

Questions and requests for further information and assistance in relation to the Exchange Offer should be directed to the Dealer Manager or the Exchange Agent:

#### **DEALER MANAGER**

**The Hongkong and Shanghai Banking  
Corporation Limited**  
Level 17, HSBC Main Building  
1 Queen's Road Central  
Hong Kong

For information by telephone:  
+852 2822 4100/+44 20 7992 6237  
Attention: Liability Management Group  
Email: [liability.management@hsbcib.com](mailto:liability.management@hsbcib.com)

#### **EXCHANGE AGENT**

**Lucid Issuer Services Limited**  
Tankerton Works  
12 Argyle Walk  
London WC1H 8HA  
United Kingdom

For information by telephone:  
+44 20 7704 0880  
Attention: Alexander Yangaev / Thomas Choquet  
Email: [chbank@lucid-is.com](mailto:chbank@lucid-is.com)

#### **GENERAL**

This announcement must be read in conjunction with the Exchange Offer Memorandum. This announcement and the Exchange Offer Memorandum contain important information which must be read carefully. If any Holder is in any doubt as to the action it should take, it is recommended to seek its own legal, tax, accounting and financial advice, including as to any tax consequences, immediately from its stockbroker, bank manager, attorney, accountant or other independent financial or legal adviser. None of the Issuer, the Dealer Manager, the Exchange Agent and any person who controls, or is a director, officer, employee or agent of such persons, or any affiliate of such persons, makes any recommendation as to whether Holders should participate in the Exchange Offer.

By Order of the Board  
**CHONG HING BANK LIMITED**  
**Lai Wing Nga**  
*Company Secretary*

Hong Kong, 24 July 2017

*As at the date of this announcement, the Board of the Issuer comprises:*

- *Executive Directors*  
*Mrs Leung Ko May Yee Margaret (Deputy Chairman and Managing Director), Mr Zong Jianxin (Deputy Managing Director and Chief Executive) and Mr Lau Wai Man (Deputy Managing Director);*
- *Non-executive Directors*  
*Mr Zhang Zhaoxing (Chairman), Mr Zhu Chunxiu, Mr Wang Shuhui, Mr Li Feng and Mr Chow Cheuk Yu Alfred; and*
- *Independent Non-executive Directors*  
*Mr Cheng Yuk Wo, Mr Ma Chiu Cheung Andrew, Mr Lee Ka Lun and Mr Yu Lup Fat Joseph.*