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(incorporated in Hong Kong with limited liability)  
(Stock Code: 0017)  
(the "Offeror")

**Tender offer to purchase for cash the U.S.\$950,000,000 4.375 per cent. guaranteed notes due 2022 (ISIN: XS1318014831; Common Code: 131801483) issued by NWD (MTN) Limited (the "Issuer") and unconditionally and irrevocably guaranteed by the Offeror (the "Notes") (Stock Code: 5582)**

## **RESULTS OF TENDER OFFER**

Reference is made to the announcement of the Offeror dated 8 June 2022 (the "**Announcement**") in respect of the Offer. Capitalised terms used but not defined herein shall have the meanings given to them in the Announcement and the tender offer memorandum dated 8 June 2022 (the "**Tender Offer Memorandum**").

The Offer expired at 4:00 p.m. London time on 17 June 2022. The Board of the Offeror accordingly announces that:

- (a) the Offeror has accepted for purchase U.S.\$129,353,000 in aggregate principal amount of the Notes (the "**Final Acceptance Amount**"), representing approximately 13.62 per cent. of the outstanding principal amount of the Notes;
- (b) no Scaling Factor will be applied to the Notes that have been validly tendered (and which tender was not validly revoked in the limited circumstances in which revocation is permitted) pursuant to the Offer;
- (c) the Settlement Date of the Offer is expected to be on or around 21 June 2022, when payment of the Purchase Consideration by the Offeror will be made, all validly tendered Notes accepted for purchase by the Offeror will be cancelled; and
- (d) following the settlement of the Offer, U.S.\$820,647,000 in aggregate principal amount of the Notes will remain outstanding.

### **Further Details**

The terms of the Offer are more fully described in the Tender Offer Memorandum. For additional information regarding the conditions of the Offer, please refer to the Tender Offer Memorandum.

The Offeror has appointed The Hongkong and Shanghai Banking Corporation Limited and UBS AG Hong Kong Branch (in alphabetical order) as the Joint Dealer Managers and Morrow Sodali Ltd. as the Information and Tender Agent with respect to the Offer.

Copies of the Tender Offer Memorandum and its related documents may be found on the Tender Offer Website or may be requested from the Information and Tender Agent at:

Phone (London): +44 204 513 6933  
Phone (Hong Kong): +852 2319 4130  
Email: [nwd@investor.morrowsodali.com](mailto:nwd@investor.morrowsodali.com)  
Tender Offer Website: <https://projects.morrowsodali.com/nwd>

Any questions or requests for assistance concerning the Offer may be directed to the Joint Dealer Managers at:

**The Hongkong and Shanghai Banking Corporation Limited**

Level 17, HSBC Main Building  
1 Queen's Road Central  
Hong Kong

Tel: +852 3941 0223/+44 20 7992 6237  
E-mail: [liability.management@hsbcib.com](mailto:liability.management@hsbcib.com)

**UBS AG Hong Kong Branch**

52/F, Two International Finance Centre  
8 Finance Street  
Central, Hong Kong

Tel: +852 2971 8888  
E-mail: [alvin.yeo@ubs.com](mailto:alvin.yeo@ubs.com); [victor-c.wong@ubs.com](mailto:victor-c.wong@ubs.com)

**Disclaimer**

This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to the Offer. If any Holder is in any doubt as to the action it should take, it is recommended to seek its own financial advice, including as to any tax consequences, from its stockbroker, bank manager, solicitor, accountant or other independent financial adviser.

Neither this announcement nor the Tender Offer Memorandum constitutes an invitation to participate in the Offer in or from any jurisdiction in or from which, or to or from any person to or from whom, it is unlawful to make such invitation under applicable securities laws. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement or the Tender Offer Memorandum comes are required by each of the Offeror, the Issuer, the Joint Dealer Managers and the Information and Tender Agent to inform themselves about and to observe, any such restrictions.

By Order of the Board  
**Dr. Cheng Kar Shun, Henry**  
Chairman

Hong Kong, 20 June 2022

*As at the date of this announcement, (a) the executive directors of the Offeror are Dr. Cheng Kar Shun, Henry, Dr. Cheng Chi Kong, Adrian, Mr. Cheng Chi Heng, Ms. Cheng Chi Man, Sonia, Mr. Sitt Nam Hoi, Ms. Huang Shaomei, Echo and Ms. Chiu Wai Han, Jenny; (b) the non-executive directors of the Offeror are Mr. Doo Wai Hoi, William and Mr. Cheng Kar Shing, Peter; and (c) the independent non-executive directors of the Offeror are Mr. Yeung Ping Leung, Howard, Mr. Ho Hau Hay, Hamilton, Mr. Lee Luen Wai, John, Mr. Liang Cheung Bui, Thomas, Mr. Ip Yuk Keung, Albert and Mr. Chan Johnson Ow.*