

# XINREN ALUMINUM HOLDINGS LIMITED

(Company Registration No.: 200612545H)  
(Incorporated in Singapore on 29 August 2006)

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## PROPOSED ISSUE OF UP TO US\$70,000,000 8.0 PER CENT. CONVERTIBLE BONDS DUE 2020

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*The Board of Directors (the "Board") of XinRen Aluminum Holdings Limited (the "Company") refers to the Company's announcements dated 29 May 2015, 28 July 2015, 21 August 2015 and 27 August 2015, 2 October 2015, 22 October 2015, 2 November 2015, 4 November 2015 and 15 November 2015 (the "Announcements") relating to, inter alia, the issue of Convertible Bonds. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings ascribed to them in the Announcements.*

### INTRODUCTION

The Company has (i) on 27 August 2015, issued US\$150,000,000 8.0 per cent. convertible bonds due 2020; and (ii) on 4 November 2015, issued US\$30,000,000 8.0 per cent. convertible bonds due 2020 (the "**US\$180M Convertible Bonds**").

The Company is now proposing to convene an extraordinary general meeting to seek approval from the Shareholders for the issue (the "**Proposed Issue**") of up to US\$70,000,000 8.0 per cent. convertible bonds due 2020 (the "**Convertible Bonds**"), which are convertible into Shares.

The Company has yet to identify the subscriber(s) to the Convertible Bonds and is seeking approval from the Shareholders in advance so that the Company will be able to act quickly and avoid delay in relation to the issue of the Convertible Bonds as soon as the subscriber(s) have been identified.

The terms of the Convertible Bonds will be the same as that of the US\$180M Convertible Bonds, save for the amendment to the issue date and adjustments made to achieve the same internal rate of return amongst all the Bondholders.

### CLEARANCE OF THE DRAFT CIRCULAR

The Company had submitted a draft circular to Shareholders in relation to the Proposed Issue (the "**Circular**") to the SGX-ST for review.

The Board wishes to announce that the SGX-ST has, on 20 November 2015, advised that based on the assumption that the Proposed Issue complies with the Listing Rules and the Company has disclosed all the information required by the Rules of the Listing Manual in the Circular, the SGX-ST has no further comment on the draft Circular. The SGX-ST's clearance of the Circular does not imply that the Companies Act (Cap. 50) of Singapore and any amendments thereof, or any other statutory requirements, have been complied with. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in the Circular.

The Circular will be sent to Shareholders in due course. The Company will release a further announcement to update Shareholders upon despatch of the Circular.

**Shareholders are advised to read the Circular for details of the Proposed Issue.**

**BY ORDER OF THE BOARD**

Zeng Chaolin  
Executive Director and Chief Executive Officer  
21 November 2015