

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer and its management and financial statements. The Company does not intend to make any public offering of securities in the United States.



Fufeng Group Limited

阜豐集團有限公司

(incorporated in the Cayman Islands with limited liability)
(Stock code: 546)

FULL CONVERSION OF RMB DENOMINATED U.S. DOLLAR SETTLED CONVERTIBLE BONDS DUE 2018 INTO SHARES OF THE COMPANY AND NO REDEMPTION WILL TAKE PLACE

Reference is made to the announcement of Fufeng Group Limited (the “**Company**”) dated 12 April 2017 (the “**Announcement**”) in relation to the Company informing the Trustee and holders of the Convertible Bonds of its intention to redeem all of the outstanding Convertible Bonds on 16 May 2017 (the “**Redemption Date**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcement.

The holders of the Convertible Bonds have exercised their conversion right and all of the outstanding Convertible Bonds have been allotted and converted into shares of the Company (the “**Conversion**”) as of 5 May 2017. Therefore, the redemption of the Convertible Bonds will not take place on the Redemption Date.

The New Shares have been issued by the Company under the general mandate granted to the Directors by a resolution of the Shareholders passed at the annual general meeting of the Company held on 23 May 2013

The Company considers that there will be no material impact on its financial position as a result of the Conversion. Upon completion of the Conversion, the Convertible Bonds will be cancelled and delisted from the official list of the Singapore Exchange Securities Trading Limited.

On behalf of the Board
Fufeng Group Limited
Li Xuechun
Chairman

Hong Kong, 5 May 2017

As at the date of this announcement, the executive directors of the Company are Mr. Li Xuechun, Mr. Li Deheng, Mr. Xu Guohua and Mr. Li Guangyu and the independent non-executive directors of the Company are Mr. Sun Yu Guo, Mr. Qi Qing Zhong and Ms. Zheng Yu.