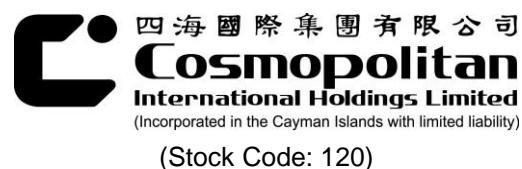


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RH International Finance Limited
(Incorporated in the British Virgin Islands with limited liability)
(Stock Code: 5425 & 5687)

**INSIDE INFORMATION ANNOUNCEMENT
AND
RESUMPTION OF TRADING**

This joint announcement is made pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Century City International Holdings Limited (“**Century City**”), Paliburg Holdings Limited (“**Paliburg**”), Regal Hotels International Holdings Limited (“**Regal**”), RH International Finance Limited (“**RH International**”), a wholly owned subsidiary of Regal, and Cosmopolitan International Holdings Limited (“**Cosmopolitan**”) jointly announce that, on 16 August 2018 (after trading hours of the Stock Exchange), 成都富蒼實業有限公司 (Chengdu Fuhui Company Limited*) (“**Cosmopolitan Subsidiary**”), a wholly-owned subsidiary of Cosmopolitan in the People’s Republic of China (the “**PRC**”), entered into an agreement (the “**Deposit Agreement**”) with an individual (the “**Potential JV Partner**”) and a limited liability company effectively controlled by the Potential JV Partner (the “**Target Company**”) in relation to the payment of the deposit for a possible investment (the “**Possible JV Investment**”) in the Target Company. The Target Company is a sizeable logistics services provider in the PRC. Its principal business activities are the provision of logistics and express delivery services and the development and operation of logistics parks in the PRC.

**For identification purpose only*

Below summarise certain material terms of the Deposit Agreement:

Date: 16 August 2018 (after trading hours)

Parties:

- (1) Cosmopolitan Subsidiary
- (2) the Potential JV Partner
- (3) the Target Company

The principal business activities of the Target Company are the provision of logistics and express delivery services and the development and operation of logistics parks in the PRC.

To the best of the knowledge, information and belief of the directors of Century City, Paliburg, Regal and Cosmopolitan, having made all reasonable enquiries, the Potential JV Partner and the Target Company are independent of and not connected with any of the directors, chief executive or substantial shareholders of Century City, Paliburg, Regal and Cosmopolitan or any of their subsidiaries or their respective associates.

Target Asset: Cosmopolitan Subsidiary intends to acquire 60% equity interest in the holding company which wholly owns, directly or indirectly, the entire equity interest/the major businesses of the Target Company, through the subscription of new shares of such holding company, after the proposed reorganisation to be undergone by the Target Company.

Consideration: The Consideration shall be determined with reference to the anticipated net profit of the relevant business segments of the Target Company warranted by the Potential JV Partner. The estimated initial Consideration amount is approximately RMB 3.5 billion subject to finalisation of terms in the Formal Agreement. The Consideration is proposed to be paid by a combination of the issue of shares of Cosmopolitan and the issue of convertible bonds of Cosmopolitan.

Exclusivity Period: 18 months from the date of the Deposit Agreement

During the Exclusivity Period,

- (a) the Potential JV Partner and the Target Company shall not discuss or negotiate with any other party with respect to the Possible JV Investment;
- (b) any investment, borrowing or provision of guarantee by the Target Company shall be conducted only with the written approval of Cosmopolitan Subsidiary; and
- (c) Cosmopolitan Subsidiary shall not discuss or negotiate with any other party with respect to acquisition (by way of equity acquisition or asset acquisition) of business which is similar in nature to the Target Company.

(collectively, the “**Exclusivity Undertakings**”)

Formal Agreement: After the execution of the Deposit Agreement, the parties shall actively conduct bona fide negotiations (“**Bona Fide Obligation**”) with an aim to settle the terms of the Possible JV Investment along the material terms as referenced to in the Deposit Agreement and enter into a legally binding formal agreement (“**Formal Agreement**”), completion of which shall be subject to certain conditions precedent including compliance of Listing Rules and satisfaction of the due diligence (including financial, legal, tax and business due diligence) of the Target Asset by Cosmopolitan.

Deposit: Cosmopolitan Subsidiary has paid the Potential JV Partner RMB70,000,000 as deposit (“**Deposit**”) which is secured by (i) the entire equity interest of a PRC company operating logistics services in the PRC associated with the Potential JV Partner; (ii) interests of certain intercompany creditors in the receivables from the abovementioned PRC company; and (iii) the guarantee provided by the Target Company and the Potential JV Partner on a joint and several basis.

The Deposit is refundable by the Potential JV Partner pursuant to the Deposit Agreement in the following circumstances:

- (a) together with an additional amount equal to the Deposit, if the Potential JV Partner or the Target Company breaches the Exclusivity Undertakings;
- (b) together with an additional amount equal to the Deposit, if the Potential JV Partner or the Target Company provided false, untrue or misleading representations, warranties, materials or information under the Deposit Agreement;
- (c) together with interest at the rate of 20% per annum, if the Formal Agreement is not entered into for the Possible JV Investment by reasons caused by or attributable to the breach of the Bona Fide Obligation by the Potential JV Partner or the Target Company, or by reasons caused by or attributable to the Potential JV Partner or the Target Company;
- (d) together with interest at the rate of 8% per annum, if the Formal Agreement is not entered into for the Possible JV Investment on or before the expiry of the Exclusivity Period with no breach of the Exclusivity Undertakings or the Bona Fide Obligation of all the parties; and
- (e) with no interest, if the Formal Agreement is not entered into for the Possible JV Investment by reasons caused by or attributable to the breach of the Bona Fide Obligation of Cosmopolitan Subsidiary.

On the other hand, the Deposit may be forfeited by the Potential JV Partner pursuant to the Deposit Agreement if Cosmopolitan Subsidiary breaches the Exclusivity Undertakings.

Cosmopolitan is a listed subsidiary of P&R Holdings Limited, which is in turn owned by Paliburg and Regal as to 50% each. As Regal is a listed subsidiary of Paliburg and Century City, Cosmopolitan is therefore a listed subsidiary of Paliburg and Century City.

The Possible JV Investment, if materialises, could constitute a very substantial acquisition or major transaction (as the case may be) for Century City, Paliburg and Cosmopolitan under Chapter 14 of the Listing Rules and is therefore subject to the approval by the shareholders of Century City, Paliburg and Cosmopolitan. Further announcement(s) will be made by Century City, Paliburg and Cosmopolitan in compliance with the Listing Rules as and when appropriate.

At the request of each of Century City, Paliburg, Regal, RH International and Cosmopolitan, trading in the shares of each of Century City, Paliburg, Regal and Cosmopolitan and the medium term notes and the senior perpetual securities issued by RH International and guaranteed by Regal on the Stock Exchange has been suspended from 9:00 a.m. on Friday, 17 August 2018 pending the release of this joint announcement. Application has been made to the Stock Exchange for the resumption of trading in the shares of each of Century City, Paliburg, Regal and Cosmopolitan and the medium term notes and the senior perpetual securities issued by RH International and guaranteed by Regal on the Stock Exchange from 9:00 a.m. on Monday, 20 August 2018.

The Formal Agreement in respect of the Possible JV Investment has not yet been settled by the parties. The Possible JV Investment remains subject to the negotiation and execution of the Formal Agreement which may or may not occur. The holders of the securities and potential investors of Century City, Paliburg, Regal and Cosmopolitan are advised to exercise caution when dealing in the securities of Century City, Paliburg, Regal and Cosmopolitan.

By order of the board of directors of
**Century City International
Holdings Limited**
Eliza Lam Sau Fun
Secretary

By order of the board of directors of
Paliburg Holdings Limited
Eliza Lam Sau Fun
Secretary

By order of the board of directors of
**Regal Hotels International
Holdings Limited**
Eliza Lam Sau Fun
Secretary

By order of the board of directors of
**Cosmopolitan International
Holdings Limited**
Eliza Lam Sau Fun
Secretary

By order of the board of directors of
RH International Finance Limited
Kenneth Ng Kwai Kai
Director

Hong Kong, 17 August 2018

As at the date of this joint announcement, the board of directors of Century City comprises the following members:

Executive directors:

Mr. LO Yuk Sui
(Chairman and Chief Executive Officer)
Mr. Jimmy LO Chun To *(Vice Chairman)*
Miss LO Po Man *(Vice Chairman)*
Mr. Kenneth NG Kwai Kai
(Chief Operating Officer)
Mr. Donald FAN Tung
Mr. Kelvin LEUNG So Po

Independent non-executive directors:

Mr. Anthony CHUANG
Ms. Winnie NG, JP
Mr. WONG Chi Keung

As at the date of this joint announcement, the board of directors of Paliburg comprises the following members:

Executive directors:

Mr. LO Yuk Sui
(Chairman and Chief Executive Officer)
Mr. Jimmy LO Chun To
(Vice Chairman and Managing Director)
Mr. Donald FAN Tung
(Chief Operating Officer)
Miss LO Po Man
Mr. Kenneth NG Kwai Kai
Mr. Kenneth WONG Po Man

Independent non-executive directors:

Mr. Bowen Joseph LEUNG Po Wing, GBS, JP
Ms. Winnie NG, JP
Hon Abraham SHEK Lai Him, GBS, JP
Mr. WONG Chi Keung

As at the date of this joint announcement, the board of directors of Regal comprises the following members:

Executive directors:

Mr. LO Yuk Sui
(Chairman and Chief Executive Officer)
Miss LO Po Man
(Vice Chairman and Managing Director)
Ms. Belinda YEUNG Bik Yiu
(Chief Operating Officer)
Mr. Donald FAN Tung
Mr. Jimmy LO Chun To
Mr. Kenneth NG Kwai Kai
Mr. Allen WAN Tze Wai

Non-executive director:

Dr. Francis CHOI Chee Ming, GBS, JP
(Vice Chairman)

Independent non-executive directors:

Ms. Alice KAN Lai Kuen
Professor Japhet Sebastian LAW
Ms. Winnie NG, JP
Mr. WONG Chi Keung

As at the date of this joint announcement, the board of directors of RH International comprises the following members:

Directors:

Mr. LO Yuk Sui
Mr. Donald FAN Tung
Mr. Jimmy LO Chun To
Miss LO Po Man
Mr. Kenneth NG Kwai Kai
Mr. Allen WAN Tze Wai
Ms. Belinda YEUNG Bik Yiu

As at the date of this joint announcement, the board of directors of Cosmopolitan comprises the following members:

Executive directors:

Mr. LO Yuk Sui
(Chairman and Chief Executive Officer)
Mr. Jimmy LO Chun To
(Vice Chairman and Managing Director)
Miss LO Po Man *(Vice Chairman)*
Mr. Kenneth WONG Po Man
(Chief Operating Officer)
Mr. Kelvin LEUNG So Po
(Chief Financial Officer)
Mr. Kenneth NG Kwai Kai

Non-executive director:

Mr. Francis BONG Shu Ying

Independent non-executive directors:

Ms. Alice KAN Lai Kuen
Mr. LEE Choy Sang
Mr. David LI Ka Fai
Hon Abraham SHEK Lai Him, GBS, JP