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(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1360)

PROPOSED ISSUE OF BONDS

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The Company is pleased to announce that it proposes to issue the Bonds to investors which are Independent Third Parties.

As no binding agreement in relation to the proposed issue of the Bonds has been entered into as at the date of this announcement, the proposed issue of the Bonds may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Bonds will be made by the Company as and when appropriate.

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The Company is pleased to announce that it proposes to issue the Bonds to investors which are Independent Third Parties. None of the Bonds will be offered to the public in Hong Kong or be placed to connected persons of the Company.

As at the date of this announcement, the final terms and conditions of the Bonds have yet to be determined. The final terms and conditions of the Bonds will be determined by the Board subject to market conditions and investors' interests. The indicative principal terms of the Bonds are set out below and are subject to change:

Issuer:	The Company
Issue size of the Bonds:	The aggregate principal amount of the Bonds proposed to be issued will not exceed HK\$100 million (subject to the capital requirement of the Company and the prevailing market conditions at the time of issuance)
Issue method:	The Bonds will be privately placed to Independent Third Parties not connected with the Company and its connected person and may be issued in one or more tranches
Maturity date:	Not exceeding 8 years (inclusive of the 8th year) and which may have single maturity period or various maturity periods. The specific maturity period and structure of the Corporate Bonds will be determined by the Board and according to the prevailing market conditions at the time of issuance
Coupon:	Coupon rate will be determined by the Board according to market conditions prevailing at the time of issuance. Such rate will also be disclosed in the issuance documents at the time of issuance
Status of the Bonds:	The Bonds will constitute direct, unconditional, unsubordinated and unsecured obligations of the Company and shall at all times rank pari passu and without any preference among themselves
Non-listing:	The Bonds will not be listed on the Stock Exchange or any other stock exchange

The Company may, from time to time, enter into certain agreement(s) and/or document(s) in connection with the proposed offering and issue of the Bonds. Further announcement(s) in respect of the proposed issue of the Bonds will be made by the Company as and when appropriate.

The proceeds from the proposed issue of the Bonds are intended to finance the expansion of the existing business of the Group and for general working capital.

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DEFINITIONS

In this announcement the following expressions shall have the following meanings, unless the context otherwise requires:

“Board”	the board of Directors
“Bonds”	Bonds proposed to be issued by the Company
“Company”	Mega Expo Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the Stock Exchange
“connected person”	has the meaning ascribed to it under the Listing Rules
“Directors”	Directors (including the independent non-executive directors) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

“Independent Third Party(ies)”	a third party/third parties which is/are independent of and not connected with the Company and its connected persons and not a connected person of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China which for the purpose of this announcement, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency for the time being of Hong Kong

By Order of the Board
Mega Expo Holdings Limited
Deng Zhonglin
Chairman

Hong Kong, 11 June 2018

As at the date of this announcement, the Board comprises Mr. Deng Zhonglin and Mr. Au-Yong Shong Samuel as executive Directors; Mr. Choi Hung Fai, Mr. Tsang Wing Ki and Dr. Wong Kong Tin, JP as independent non-executive Directors.