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中软国际

CHINASOFT INTERNATIONAL LIMITED

中軟國際有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 354)

CONVERSION OF CONVERTIBLE NOTES

On 24 April, 2018, the Company has received a formal request from our Noteholder holding US\$40 million Convertible Notes of the Company, to convert US\$10 million of its Convertible Notes into the Company’s Ordinary Shares and the Board of the Company has approved the conversion. Hence, 25,998,230 Ordinary Shares of the Company, represent approximately 1.08% of the issued share capital of the Company immediately before the conversion and approximately 1.07% of the issued share capital of the Company immediately after the conversion, will be issued to the Noteholder and US\$30 million Convertible Notes of the Company will be held by the Noteholder after the conversion.

Reference are made to the announcement of the Company dated 3 February 2016 in relation to the issuance of Convertible Notes in an aggregate principal amount of US\$70 million under the General Mandate, the announcements dated 15 February 2016 and 10 March 2016 respectively in the relation to the completion of the issuance of the first and the second tranche of Convertible Notes under the General Mandate and the announcement dated 14 December 2016 in relation to the conversion of Convertible Notes in an aggregate principal amount of US\$30 million (collectively the “Announcements”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements unless otherwise stated.

The Company announces that on 24 April, 2018, the Company has received a formal request from our Noteholder holding US\$40 million Convertible Notes of the Company, to convert US\$10 million of its Convertible Notes into the Company’s Ordinary Shares and the Board of the Company has approved the conversion. Hence, 25,998,230 Ordinary Shares of the Company, represent approximately 1.08% of the issued share capital of the Company immediately before the conversion and approximately 1.07% of the issued share capital of the Company immediately after the conversion, will be issued to the Noteholder and US\$30 million Convertible Notes of the Company will be held by the Noteholder after the conversion.

As at the date of this announcement, there were in total an aggregate number of 2,403,774,436 Ordinary Shares and US\$40 million Convertible Notes in issue. After the conversion carried out by the Noteholder, there would be in total an aggregate number of 2,429,772,666 Ordinary Shares and US\$30 million Convertible Notes in issue.

The Board of the Company is glad to welcome our Noteholder to be the Ordinary Shareholders of the Company.

By order of the Board
Chinasoft International Limited
Dr. CHEN Yuhong
Chairman and Chief Executive Officer

24 April 2018, Hong Kong

As at the date of this announcement, the Board comprises two executive Directors, namely Dr. Chen Yuhong (Chairman and Chief Executive Officer) and Dr. Tang Zhenming, three non-executive Directors, namely Dr. Zhang Yaqin, Mr. Samuel Thomas Goodner and Mr. Gao Liangyu, and three independent non-executive Directors, namely Mr. Zeng Zhijie, Dr. Leung Wing Yin and Dr. Lai Guanrong.

* *For identification purposes only*