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Nuoxi Capital Limited

(諾熙資本有限公司)

(the "Issuer")

(incorporated with limited liability in the British Virgin Islands)

U.S.\$300,000,000 4.575 per cent. Guaranteed Bonds due 2020 (Stock Code: 5436)

U.S.\$200,000,000 4.70 per cent. Guaranteed Bonds due 2021 (Stock Code: 4401)

U.S.\$400,000,000 5.35 per cent. Guaranteed Bonds due 2023 (Stock Code: 4402)

(together, the "Bonds")

unconditionally and irrevocably guaranteed by
Hongkong JHC Co., Limited (the "Guarantor")
(incorporated with limited liability in Hong Kong)

with the benefit of a Keepwell Deed and a Deed of Equity Interest Purchase Undertaking provided by

Peking University Founder Group Company Limited ("Founder Group")

(incorporated with limited liability in the People's Republic of China)



INSIDE INFORMATION

This announcement is made by the Issuer pursuant to Rule 37.47, 37.47A and 37.47B of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Issuer dated 18 February 2020 and 19 February 2020 relating to the application of Bank of Beijing Co., Ltd. to Beijing First Intermediate People's Court (the "**Court**") for the initiation of reorganisation procedure against Founder Group (the "**Petition**") and the Court's acceptance of the Petition together with the appointment of the administrator of Founder Group, respectively. Reference is also made to the joint announcement of the Issuer and Founder Group dated 25 February 2020 relating to the declaration of Founder Group's creditors' rights and failure of payment of the principal and interests of the super short-term commercial paper (19方正SCP002) due on 21 February 2020 by Founder Group (the "**Onshore Payment Default**").

The Issuer is of the view that the occurrence of Onshore Payment Default constitutes a cross-default under the terms and conditions of the Bonds (the "**Conditions**"). In addition, the reorganisation of Founder Group (the "**Reorganisation**"), including the acceptance of Petition by the Court, the appointment of administrator and the debt arrangement with creditors could also constitute an event of default under the Conditions.

Under the procedure of Reorganisation, the Issuer and Founder Group will not be able to make repayment to individual creditor under the Bonds.

The Issuer will keep holders of the Bonds updated by way of further announcement(s) as and when appropriate. Bondholders are advised to exercise caution when dealing in the securities of the Issuer, the Guarantor and Founder Group.

By Order of the Board
Nuoxi Capital Limited
XI Wang
Sole director

Beijing, 27 February 2020

As at the date of this announcement, the sole director of the Issuer is Mr. XI Wang.

As at the date of this announcement, the directors of the Guarantor are Mr. XI Wang, Mr. CHEN Nian, Mr. LI Ying.

As at the date of this announcement, the directors of Founder Group are Mr. SHENG Yu Hai, Mr. XIAO Jian Guo, Mr. XIE Ke Hai, Mr. XIAO Qun, Mr. CHEUNG Shuen Lung and Mr. ZHOU Fu Min.