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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 37.47B 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).

DECLARATION BY THE ISSUER

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.

On 21 February 2020, the Court published the announcement ((2020) Jing 01 Po No. 13) ((2020)京01破13號)) on National Enterprise Bankruptcy Information Disclosure Platform, pursuant to which, Founder Group's creditors shall declare **Period** by contacting the administrator of Founder Group before 21 April 2020 (correspondence address: No. 212 and No. 221 Offices, Zhongguancun

Founder Building, No.298 Chengfu Road, Haidian District, Beijing; postal code: 100871; contact: Song Jin, Zhou Bo; telephone numbers: (86)010-82529055, (86)010-82529277, (86)13121736141, (86)13121736492; email: fzdeclare@founder.com).

During the epidemic prevention and control period against Novel Coronavirus, the declarations of creditors' rights will be made off-site through website (<https://zqsb.tcloudspace.com>), by post, or by e-mail. Creditors shall declare, in written form, the amount of creditor's rights, whether there is any guarantee or security and whether the creditor's rights are joint and several, and shall submit relevant supporting evidence to the . If a creditor fails to declare his or her rights within the Period, he or she may file a supplementary declaration before the submission of the draft reorganisation plan to the creditors' meeting, while the expenses incurred for review and confirmation of the supplementary declaration of creditor's rights shall be borne by such creditor. Those who have not declared their creditor's rights in accordance with the laws shall not exercise their rights during the execution of the reorganisation plan, but may exercise their rights after completion of the execution of the reorganisation plan, under the conditions for the settlement of similar creditors' rights stipulated in the reorganisation plan. Any debtor and anyone who is in possession of any property of Founder Group shall pay off debts and deliver such property to the administrator of Founder Group.

FAILURE TO PAY THE PRINCIPAL AND INTERESTS OF SCP

References are made to the joint announcements of the Issuer and Founder Group dated 5 December 2019 and 30 December 2019 relating to the failure of payment of the principal and interests of the super short-term commercial paper (19方正SCP002) (the "SCP") due on 2 December 2019 by Founder Group and the extension of tenor of the SCP to 21 February 2020, respectively.

On 21 February 2020, Founder Group announced on the Shanghai Stock Exchange and Beijing Financial Assets Exchange, that since Founder Group was ruled by the Court on 19 February 2020 to initiate the reorganisation process, it did not pay the principal and interests of the SCP due on 21 February 2020 (the **Delay in Repayment**

Founder Group will actively proceed with the reorganisation and make proper arrangements for the rights and interests of the holders of the SCP in accordance with laws and regulations. Founder Group will perform information disclosure obligations in accordance with the provisions of the Rules for Information Disclosure on Debt Financing Instruments of Non-financial Enterprises in the Inter-bank SCP Market and the offering documents of the SCP.

GENERAL

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, 25 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.