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WH Group Limited
萬洲國際有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 288)

STABILIZATION ACTIONS AND END OF STABILIZATION PERIOD

The Company announces that the stabilization period in connection with the Global Offering ended on August 28, 2014, being the 30th day after the last day of closing of the application lists under the Hong Kong Public Offering. The stabilization actions undertaken during the stabilization period were:

- (1) over-allocations of an aggregate of 385,110,000 Shares in the International Offering, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);

- (2) the borrowing of an aggregate of 385,110,000 Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), by Morgan Stanley & Co. International plc from CDH Shine pursuant to the Stock Borrowing Agreement to cover the over-allocation of Shares in the International Offering; and
- (3) the full exercise of the Over-allotment Option by the Underwriters' Representatives, on behalf of the International Underwriters, on August 6, 2014 in respect of an aggregate of 385,110,000 Shares (the "**Over-allotment Shares**") , representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), at the Offer Price to facilitate the return to CDH Shine of 385,110,000 borrowed Shares which were used to cover over-allocations of Shares in the International Offering.

The Company makes this announcement pursuant to Section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong) and announces that the stabilization period in connection with the Global Offering ended on August 28, 2014, being the 30th day after the last day of closing of the application lists under the Hong Kong Public Offering.

The stabilization actions undertaken by the Underwriters' Representatives during the stabilization period were:

- (1) over-allocations of an aggregate of 385,110,000 Shares in the International Offering, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);
- (2) the borrowing of an aggregate of 385,110,000 Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), by Morgan Stanley & Co. International plc from CDH Shine pursuant to the Stock Borrowing Agreement to cover the over-allocation of Shares in the International Offering. Such Shares have been returned and redelivered to CDH Shine in accordance with the terms of the Stock Borrowing Agreement; and
- (3) the full exercise of the Over-allotment Option by the Underwriters' Representatives, on behalf of the International Underwriters, on August 6, 2014 in respect of the Over-allotment Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option) to facilitate the return to CDH Shine of 385,110,000 borrowed Shares which were used to cover over-allocations of

Shares in the International Offering. The Over-allotment Shares were allotted and issued by the Company at HK\$6.20 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering. Details of the Over-allotment Option were more particularly disclosed in the announcement of the Company dated August 6, 2014 in relation to the full exercise of the Over-allotment Option.

The Company continues to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules that at least 25% of the Company's total issued share capital must at all times be held by the public.

By Order of the Board
WH Group Limited
CHAU Ho
Company Secretary

Hong Kong, August 28, 2014

As at the date of this announcement, the executive Directors are Mr. WAN Long, Mr. GUO Lijun, Mr. YANG Zhijun, Mr. POPE C. Larry and Mr. ZHANG Taixi; the non-executive Director is Mr. JIAO Shuge; and the independent non-executive Directors are Mr. HUANG Ming, Mr. LEE Conway Kong Wai and Mr. LAU, Jin Tin Don.