

【Press release - For Immediate Release】



天韵國際控股有限公司
Tianyun International Holdings Limited
(Stock code : 6836.HK)

Issuance of US\$ 9,000,000 Convertible Notes to Guotai Junan
at the Initial Conversion Price of HK\$ 1.58

- Entered into the Subscription Agreement with the Guotai Junan on the Issuance of US\$ 9,000,000 Convertible Notes at an interest rate of 6% per annum due November 2018
- Initial Conversion Price of HK\$1.58 per Conversion Share represents a 18.4% premium of the average closing price as of the past 10 consecutive trading days
- Essential for enhancing Company's future growth plans and financial liquidity
- Proceeds will be used for the general working capital of the Group, and expansion and development of the Group's own brand business in the areas including new brands, new product varieties, industrial partnership and strategic investment

(Hong Kong, 16 November 2017) **Tianyun International Holdings Limited (“Tianyun International” or the “Company”, together with its subsidiaries, the “Group”) (Stock code: 6836.HK)**, a leading seller and manufacturer of processed fruits products in China, is pleased to announce that after market close today, the Company has entered into the Subscription Agreement with Guotai Junan Finance (Hong Kong) Limited (“Guotai Junan”) on the issuance on an aggregate principal amount of US\$ 9,000,000 convertible notes (“Convertible Notes”) at the initial Conversion Price of HK\$1.58 per Conversion Share. Estimated net proceeds of approximately HK\$68.0 million to be used for the general working capital of the Group, and expansion and development of the Group's own brand business in the areas including new brands, new product varieties, industrial partnership and strategic investment.

Summary of Terms:

- Date : 16 November 2017 (after trading hours)
- Issuer : Tianyun International Holdings Limited
- Subscribers : Guotai Junan Finance (Hong Kong) Limited
- Principal amount : Up to an aggregate principal amount of US\$9,000,000
- Issue price :The aggregate principal amount of the Notes
- Interest : 6% per annum
- Maturity Date : November 2018
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- Initial Conversion Price: HK\$ 1.58, issue at premium
- Conversion Shares: Based on the initial Conversion Price of HK\$1.58, a maximum number of 44,145,569 Conversion Shares may fall to be allotted and issued upon exercise by the Noteholders
- Conversion period : Any time from immediately following the date of issue of the Notes and up to and including the Maturity Date.

Mr. Yang Ziyuan, Chairman and CEO of the Group commented, "We are delighted to have our first Convertible Notes issuance. The completion of the notes financing will provide an even stronger capital support for the Company's rapid growth going forward, especially on our Own Brand business as well as our international business expansion. We have been successfully developing ourselves as the leading seller and manufacturer of processed fruits products in China in the past few years and have received high recognition from both our domestic and overseas customers. It has always been our intention to line up more strategic partners abroad so as to fully reveal the potential of Tianyun International, and to bring new and innovative food products to wider arrays of global customers. The initial conversion price of HK\$ 1.58 represents a premium signaling investors' confidence towards the Company as well as the potential upside on our business prospect. We firmly believe that, through the collective effort of our employees, we will bring satisfactory returns to our investors while maintaining sustainable, rapid and healthy business growth."

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About Tianyun International Holding Limited (Stock Code: 6863.HK)

Tianyun International Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") are principally engaged in (i) the production and sales of processed fruit packaged in metal containers, plastic cups and glass containers and ii) trading of fresh fruit. Processed fruit products are sold both on an OEM basis and under our own brands. On 7 July 2015, the Group was successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited which had further consolidated our leading position in China's processed fruit product industry.

The Group has been consistently committed to provide healthy and safe products to its customers. As one of the food enterprises with the most complete quality certifications, we have always been dedicated to following stringent international production standards and are accredited with BRC (A+), IFS Food (High), FDA, HALAL, SC, KOSHER, BSCI and ISO22000 in respect of our production facilities, quality control and management. The Group has also passed the internal food production standard reviews and audits from some of the UK and US supermarket chains. At the same time, within China, as a "Equal production line; Equal standard; Equal quality" food production and export enterprise, the Group has been supplying products of equivalent quality to domestic and international markets. Since 2016, the Group's own brand processed fruit products have continued to obtain a high degree of market recognition, and have been awarded by a national institution the honour and

qualification of “China Canned Product Quality Certification Label”, become the first and only fruit processor in China’s fruit processing industry to put the “Zero Added Preservative Canned Products” label for its products sold in China.

For more information, please visit www.tianyuninternational.com

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