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統一企業中國控股有限公司

UNI-PRESIDENT CHINA HOLDINGS LTD.

(an exempted company incorporated in the Cayman Islands with limited liability)

(Stock Code: 220)

ISSUE OF CNY1,000,000,000 3.60% NOTES DUE 2017

Reference is made to the announcement of the Company dated 14 January 2014 in relation to the proposed issue of the Notes.

The Board is pleased to announce that on 16 January 2014, the Company and CTBC Bank Co., Ltd. entered into a subscription agreement in relation to the issue of the Notes. At the closing of the issue of the Notes, the Company is expected to enter into a trust deed with the Trustee and an agency agreement with the Trustee and the Agents.

The Company currently intends to apply the net proceeds from the issue of the Notes for general working capital purposes.

Application has been made to the GreTai for the listing and trading of the Notes on the GreTai and such permission from GreTai is expected to become effective on or about 23 January 2014. Listing of the Notes on the GreTai is not to be taken as an indication of the merits of the Notes or the Company.

The Company is offering the Notes only outside of the United States in reliance on Regulation S under the Securities Act. The Notes have not been and will not be registered under the Securities Act. None of the Notes will be offered to the public in Hong Kong or to any connected person of the Company.

The completion of the subscription agreement is subject to certain conditions precedent which may or may not be satisfied and the subscription agreement may be terminated upon the occurrence of certain events.

Introduction

Reference is made to the announcement of the Company dated 14 January 2014 in relation to the proposed issue of the Notes.

The Board is pleased to announce that on 16 January 2014, the Company and CTBC Bank Co., Ltd. entered into a subscription agreement in relation to the issue of the Notes. At the closing of the issue of the Notes, the Company is expected to enter into a trust deed with the Trustee and an agency agreement with the Trustee and the Agents.

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The Subscription Agreement

Date

16 January 2014

Parties

- (a) the Company;
- (b) CTBC Bank Co., Ltd.

In connection with the issue of the Notes, CTBC Bank Co., Ltd. acts as the lead manager. To the best of the Directors' knowledge, information and belief after having made all the reasonable enquiry, the lead manager is a third party independent of the Company and is not a connected person of the Company.

Notes Offered

Subject to certain conditions to completion as provided in the subscription agreement, the Company will issue the Notes in the principal amount of CNY1,000,000,000 which will mature on 23 January 2017, unless earlier redeemed pursuant to the terms thereof.

Issue Price

The issue price of the Notes will be 100% of the principal amount of the Notes.

Interest

The Notes will bear interest from and including 23 January 2014 at the rate of 3.60% per annum, payable annually in arrears.

Reason for the Notes Issue

The Directors believe that the issue of the Notes will be beneficial to the Company since it will allow the Company to obtain long-term financing from international investors and to improve its capital structure.

The Company currently intends to apply the net proceeds from the issue of the Notes for general working capital purposes.

Listing

Application has been made to the GreTai for the listing and trading of the Notes on the GreTai and such permission from GreTai is expected to become effective on or about 23 January 2014. Listing of the Notes on the GreTai is not to be taken as an indication of the merits of the Notes or the Company.

DEFINITIONS

“Agents”	The Bank of New York Mellon, London Branch as principal paying agent and The Bank of New York Mellon (Luxembourg) S.A. as registrar and transfer agent
“Board”	the board of Directors
“Company”	Uni-president China Holdings Ltd., an exempted company incorporated with limited liability in the Cayman Islands, the issued shares of which are listed on the Main Board of the Hong Kong Stock Exchange
“CNY”	the lawful currency of the People’s Republic of China
“connected person”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“GreTai”	the GreTai Securities Market of the Republic of China
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Notes”	the CNY1,000,000,000 3.60% notes due 2017
“PRC”	the People’s Republic of China

“Trustee”	The Bank of New York Mellon, London Branch
“Securities Act”	the United States Securities Act of 1933, as amended
“U.S.” or “United States”	the United States of America, its territories and possessions and all areas subject to its jurisdiction

On behalf of the Board
Uni-President China Holdings Ltd.
Lo Chih-Hsien
Chairman

Hong Kong, 22 January 2014

As at the date of this announcement, the board of directors of the Company comprised Mr. Lo Chih-Hsien, Mr. Hou Jung-Lung and Mr. Chen Kuo-Hui as executive directors; Mr. Lin Chang-Sheng, Mr. Lin Lung-Yi and Mr. Su Tsung-Ming as non-executive directors; and Mr. Chen Sun-Te, Mr. Fan Ren-Da, Anthony, Mr. Yang Ing-Wuu and Mr. Lo Peter as independent non-executive directors.