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Regina Miracle International (Holdings) Limited

維珍妮國際(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2199)

VOLUNTARY ANNOUNCEMENT

FRAMEWORK CONSTRUCTION AGREEMENT

This is a voluntary announcement made by the Company.

The Board announces that on 24 July 2017, RMI Vietnam, an indirectly wholly-owned subsidiary of the Company, entered into the Framework Agreement with Coteccons, an independent third party of the Company.

Pursuant to the Framework Agreement, Coteccons agreed to undertake relevant works in relation to, among others, the design, construction and renovation of RMI Vietnam's Plant.

PURPOSE OF THE FRAMEWORK AGREEMENT

The main purpose of the Framework Agreement is to provide a more comprehensive scope and standards for the design, construction and renovation works conducted on the Plant.

For the past twelve months ended the date of this announcement, RMI Vietnam engaged Coteccons to conduct various works in relation to the Plant, including but not limited to, renovation of the plants, establishment of the electrical substation, installment of the canopies and windows, design of the firefighting system and construction of the office complex and canteen, with a total transaction amount of VND627.2 billion (approximately HK\$213 million). As at the date of this announcement, none of the applicable percentage ratios (as defined under the Listing Rules) of these transactions, on an aggregated basis, exceeds 5%.

MAJOR TERMS OF THE FRAMEWORK AGREEMENT

General

Pursuant to the Framework Agreement, RMI Vietnam and Coteccons shall sign individual construction orders for each construction project involved to set out, among others, detailed transaction amount, construction period and construction standards.

Obligations of RMI Vietnam and Coteccons

RMI Vietnam shall purchase the construction insurance, supervise the progress of the construction projects and obtain applicable government approvals in relation to the works conducted on the Plant.

Coteccons must conduct the works on the Plant pursuant to the provisions of each of the individual construction orders and shall purchase third-party insurance, equipment insurance and personal accident insurance for its staff. Coteccons shall also comply with all applicable labor safety laws and regulations to avoid labor injury, failing which Coteccons shall assume full liability.

Coteccons shall provide one year warranty period upon the Plant's commencement of operations. During the term of the construction and the warranty period, Coteccons shall be responsible for all the project deficiencies and maintenance.

Termination

In the event of Coteccons' material breach, which includes, among others, a 30-day delay of relevant project progress or major quality issue of the construction projects, RMI Vietnam is entitled to terminate the Framework Agreement and engage other parties to complete the construction projects. Coteccons shall compensate RMI Vietnam for the losses resulting from its material breach. RMI Vietnam is also entitled to terminate the Framework Agreement at any time by giving Coteccons thirty (30) days' written notice.

Coteccons is entitled to terminate the Framework Agreement or suspend construction in the event that RMI Vietnam fails to settle the amount due under each construction order within 30 days after the due date.

INFORMATION ABOUT COTECCONS

Coteccons, a company mainly engaged in the design, construction and renovation of plants and factories in Vietnam.

To the best knowledge, information and belief of the Board after having made all reasonable enquiries, Coteccons and its ultimate beneficial owners are independent third parties who are not connected persons of the Company.

GENERAL

The Board wishes to emphasize that the announcement is made by the Company on a voluntary basis. As of the date of this announcement, none of the applicable percentage ratios (as defined under Chapter 14 of the Listing Rules) of the transactions with Coteccons, on an aggregated basis, exceeds 5%. As such, the Framework Agreement does not constitute a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

The Company will make further announcement(s) in connection with the Framework Agreement as and when appropriate and comply with all applicable requirements under the Listing Rules.

DEFINITIONS

“Board”	the board of Directors of the Company
“Company”	Regina Miracle International (Holdings) Limited, a company incorporated in the Cayman Islands with limited liability on 21 September 2010 and listed on the Main Board of The Stock Exchange of Hong Kong Limited on 8 October 2015
“connected person”	has the meaning ascribed to it under the Listing Rules
“Coteccons”	Coteccons Construction Joint Stock Company*, a joint stock company in Vietnam
“Director(s)”	the director(s) of the Company
“Framework Agreement”	the framework construction agreement entered into between RMI Vietnam and Coteccons dated 24 July 2017
“Hong Kong Dollar” or “HK\$”	the lawful currency of the Hong Kong Special Administrative Region of the People’s Republic of China
“independent third party(ies)”	third party(ies) (and where the third party is a corporation, such corporation and its ultimate beneficial owners) who is/ are independent of and not connected with the Company and its connected persons (as defined in the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Plant”	RMI Vietnam’s apparel manufacturing plant located in Haiphong, Vietnam
“RMI Vietnam”	Regina Miracle International (Vietnam) Co., Ltd., a company incorporated under the laws of Vietnam on 20 March 2014 and an indirectly wholly-owned subsidiary of the Company

“Vietnam” the Socialist Republic of Vietnam
“Vietnamese Dong” or “VND” the lawful currency of Vietnam
“%” per cent

By Order of the Board of
Regina Miracle International (Holdings) Limited
Mr. Hung Yau Lit (also known as YY Hung)
Chairman

Hong Kong, 24 July 2017

As at the date of this announcement, the Board of Directors of the Company comprises Hung Yau Lit (also known as YY Hung), Mr. Yiu Kar Chun Antony, Mr. Liu Zhenqiang, Mr. Chen Zhiping and Ms. Sze Shui Ling as executive Directors, and Dr. Or Ching Fai, Mrs. To Wong Wing Yue Annie and Ms. Tam Laiman as independent non-executive Directors.

For illustration purposes only, translation from Vietnamese Dong to Hong Kong Dollar was made at a rate of VND2,941.18 to HK\$1.00.

* *for identification purposes only*