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TRULY®

TRULY INTERNATIONAL HOLDINGS LIMITED

信利國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00732)

**FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO
(1) CONNECTED TRANSACTION IN RELATION TO SUBSCRIPTION OF
NEW SHARES BY THE CONTROLLING SHAREHOLDER;
(2) PROPOSED SHARE ISSUANCE UNDER SPECIFIC MANDATE;
AND
(3) APPLICATION FOR WHITEWASH WAIVER**

Reference is made to (i) the announcement (the “**Announcement**”) issued by Truly International Holdings Limited (the “**Company**”) dated 31 July 2018 in relation to, among others, the Subscription and application for the Whitewash Waiver; and (ii) the announcement of the Company dated 21 August 2018 in relation to the delay in despatch of the Circular (the “**Delay Announcement**”). Unless otherwise the context requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement and the Delay Announcement.

DELAY IN DESPATCH OF THE CIRCULAR

As set out in the Delay Announcement, it was expected that the Company would despatch the Circular containing, among other things, (i) further details of the Subscription Agreement and the Whitewash Waiver; (ii) the recommendation from the Independent Board Committee to the Independent Shareholders in relation to the Subscription Agreement and the transactions contemplated thereunder and the Whitewash Waiver; (iii) a letter of advice from the Independent Financial Adviser in relation to the Subscription Agreement, the transactions contemplated thereunder and the Whitewash Waiver; and (iv) a notice convening the EGM on or before 14 September 2018.

As additional time is required to prepare and finalise certain information to be contained in the Circular, including but not limited to considering certain dealings by a director of the Company, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to extend the deadline for the despatch of the Circular to a date falling on or before 14 October 2018, and the Executive has granted such consent.

By order of the Board
Truly International Holdings Limited
Lam Wai Wah
Chairman

Hong Kong, 14 September 2018

As at the date of this announcement, the executive directors of the Company are Mr. Lam Wai Wah, Mr. Wong Pong Chun, James, Mr. Cheung Tat Sang; the non-executive director of the Company is Mr. Li Jian Hua and the independent non-executive directors of the Company are Mr. Chung Kam Kwong, Mr. Ip Cho Ting, Spencer and Mr. Heung Kai Sing.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable inquiries, that to the best of their knowledge, their opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.