

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same respective meanings as those defined in the prospectus dated 30 November 2017 (the “**Prospectus**”) issued by Kin Pang Holdings Limited (the “**Company**”).*

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities of the Company. Potential investors should read the Prospectus for detailed information about the Public Offer and the Placing (collectively, the “**Share Offer**”) described below before deciding whether or not to invest in the Shares thereby offered.*

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Shares have not been, and will not be, registered under the United States Securities Act 1933, as amended or supplemented from time to time (the “**U.S. Securities Act**”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States. The Offer Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.*

Kin Pang Holdings Limited

建鵬控股有限公司

(incorporated in the Cayman Islands with limited liability)

SHARE OFFER

- Number of Offer Shares : 250,000,000 Shares comprising
200,000,000 New Shares and
50,000,000 Sale Shares**
- Number of Public Offer Shares : 25,000,000 Shares (subject to reallocation)**
- Number of Placing Shares : 225,000,000 Shares comprising
175,000,000 New Shares and
50,000,000 Sale Shares (subject to
reallocation)**
- Offer Price : Not more than HK\$0.6 per Offer Share
and expected to be not less than HK\$0.4
per Offer Share, plus brokerage of 1%,
SFC transaction levy of 0.0027% and
Stock Exchange trading fee of 0.005%
(payable in full on application in Hong
Kong dollars and subject to refund)**
- Nominal value : HK\$0.01 per Share**
- Stock code : 1722**

Sponsor



紅日資本有限公司
RED SUN CAPITAL LIMITED

Bookrunner and Lead Manager



Public Offer Underwriters



Application has been made by the Company to the Listing Committee of the Stock Exchange for granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Share Offer (including the additional Shares which may be issued pursuant to the Capitalisation Issue and exercise of the options that may be granted under the Share Option Scheme). Assuming that the Share Offer becomes unconditional on Friday, 15 December 2017 dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 15 December 2017.

The Share Offer comprises the Placing of initially 225,000,000 Shares, consisting of 175,000,000 New Shares and 50,000,000 Sale Shares (subject to re-allocation), representing 90% of the total number of Offer Shares available for institutional, professional and other investors under the Share Offer, and the Public Offer of initially 25,000,000 Shares (subject to reallocation), representing 10% of the total number of Offer Shares initially being offered to the public in Hong Kong under the Share Offer. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to reallocation as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Main Board and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or on any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will be not more than HK\$0.6 per Offer Share and is currently expected to be not less than HK\$0.4 per Offer Share, unless otherwise announced, as further explained in the section headed “Structure and Conditions of the Share Offer” in the Prospectus. Applicants for the Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.6 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price is finally determined as less than HK\$0.6 per Offer Share.

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms and the designated website (www.hkeipo.hk) for the HK eIPO White Form.

Applicants who would like to have the allotted Public Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at **www.hkeipo.hk** under the **HK eIPO White Form** service. Applicants who would like to have the allotted Public Offer Shares registered in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be collected during normal business hours from 9:00 a.m. on Thursday, 30 November 2017, until 12:00 noon on Tuesday, 5 December 2017 from:

- (i) the following addresses of the Public Offer Underwriters:

Astrum Capital Management Limited of Room 2704, 27/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong

Sorrento Securities Limited of 11/F, The Wellington, 198 Wellington Street, Central, Hong Kong

China Jianxin Financial Services Limited of Room 907, Wing On Centre, 111 Connaught Road Central, Hong Kong

ChaoShang Securities Limited of Rooms 4001-4002, 40/F, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong

- (ii) or any of the following branches of Bank of China (Hong Kong) Limited, the receiving bank for the Public Offer:

District	Branch name	Address
Hong Kong Island	Shek Tong Tsui Branch	534 Queen's Road West, Shek Tong Tsui
Kowloon	Mong Kok Branch	589 Nathan Road, Mong Kok
	To Kwa Wan Branch	80N To Kwa Wan Road, To Kwa Wan
New Territories	East Point City Branch	Shop 101, East Point City, Tseung Kwan O

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be collected during normal business hours from 9:00 a.m. on Thursday, 30 November 2017 until 12:00 noon on Tuesday, 5 December 2017 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have the **YELLOW** Application Form and the Prospectus available.

An electronic copy of the Prospectus (which is identical to the printed Prospectus) can be accessed and downloaded from the websites of the Company at **www.kinpang.com.mo** and the Stock Exchange at **www.hkexnews.hk**.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED – KIN PANG HOLDINGS PUBLIC OFFER" attached and securely stapled, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

Thursday, 30 November 2017	–	9:00 a.m. to 5:00 p.m.
Friday, 1 December 2017	–	9:00 a.m. to 5:00 p.m.
Saturday, 2 December 2017	–	9:00 a.m. to 1:00 p.m.
Monday, 4 December 2017	–	9:00 a.m. to 5:00 p.m.
Tuesday, 5 December 2017	–	9:00 a.m. to 12:00 noon

The application for the Share Offer will commence on Thursday, 30 November 2017 through Tuesday, 5 December 2017. The application monies (including the brokerages, SFC transaction levies and Stock Exchange trading fees) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to the applicants without interest on Thursday, 14 December 2017.

The application lists will be open from 11:45 a.m. to 12:00 noon on Tuesday, 5 December 2017, the last application day or such later date as may apply in case of certain bad weather conditions as described in the section headed "How to Apply for Public Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Applicants applying by **HK eIPO White Form** may submit applications through the **HK eIPO White Form** service at www.hkeipo.hk from 9:00 a.m. on Thursday, 30 November 2017 until 11:30 a.m. on Tuesday, 5 December 2017 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Tuesday, 5 December 2017 or such later time as described in the section headed "How to Apply for Public Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 30 November 2017 until 12:00 noon on Tuesday, 5 December 2017 or such later time as described in the section headed "How to Apply for Public Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to the sections headed "Structure and Conditions of the Share Offer" and "How to Apply for Public Offer Shares" in the Prospectus for details of the conditions and application procedures of the Share Offer.

The Company expects to publish the announcement on the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Thursday, 14 December 2017 on the Stock Exchange's website at www.hkexnews.hk and on the Company's website at www.kinpang.com.mo. The results of allocations and the identification document number, where appropriate, of successful applicants under the Public Offer will be available through a variety of channels from Thursday, 14 December 2017 as described in the section headed "How to Apply for Public Offer Shares – 11. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Friday, 15 December 2017 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting – Underwriting Arrangements and Expenses – The Public Offer – Grounds for Termination” in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. on Friday, 15 December 2017. No receipt will be issued for sums paid on application.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.6 (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Public Offer are not fulfilled in accordance with the section headed “Structure and Conditions of the Share Offer – Conditions of the Public Offer” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage fee, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. on Friday, 15 December 2017, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 15 December 2017. The Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 1722.

By order of the Board
Kin Pang Holdings Limited
Kong Kin I
Chairman and Executive Director

Hong Kong, 30 November 2017

As at the date of this announcement, the Board comprises Mr. Kong Kin I and Ms. Choi Fong Lan as executive Directors, Mr. Cheung Wai Lun Jacky, Mr. Cheung Kin Wing, and Mr. Zhao Zhipeng as independent non-executive Directors.