

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated December 11, 2015 (the “**Prospectus**”) issued by Guangdong Join-Share Financing Guarantee Investment Co., Ltd.\* (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 Company, the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the H Shares thereby being 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 to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions.*

*The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws of the United States or other jurisdictions, other than Hong Kong, and may not be offered or sold within the United States, except pursuant to an effective registration statement or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable state or local securities laws. The Offer Shares may only be offered, sold or delivered outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act. There will be no public offer of securities in the United States.*

*Potential investors of the Offer Shares should note that the Sole Global Coordinator (for itself and on behalf of the other Underwriters) shall be entitled to terminate their obligations under the Underwriting Agreements by notice in writing to the Company to be given by the Sole Global Coordinator (for itself and on behalf of the other Underwriters) upon the occurrence of any of the events set forth under the paragraph headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Hong Kong Underwriting Agreement — Grounds for termination” in the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be Wednesday, December 23, 2015).*



# Join-Share 中盈盛達

共創 共享 共成長

**Guangdong Join-Share Financing Guarantee Investment Co., Ltd.\***

**廣東中盈盛達融資擔保投資股份有限公司**

*(A joint stock limited liability company incorporated in the People's Republic of China)*

## GLOBAL OFFERING

- Number of Offer Shares** : 293,333,334 H Shares (comprising 266,666,667 H Shares to be issued by the Company and 26,666,667 Sale Shares to be offered by the Selling Shareholders)
- Number of Hong Kong Offer Shares** : 29,336,000 H Shares
- Number of International Offer Shares** : 263,997,334 H Shares (comprising 237,330,667 H Shares to be issued by the Company and 26,666,667 Sale Shares to be offered by the Selling Shareholders)
- Offer Price** : HK\$1.36 per H Share plus brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.0027%
- Nominal Value** : RMB1.00 per H Share
- Stock Code** : 1543

*Sole Sponsor and Sole Global Coordinator*



**中信建投國際**

China Securities International

*Joint Bookrunners*



**中信建投國際**  
China Securities International



**廣發證券(香港)經紀有限公司**  
GF SECURITIES (HONG KONG) BROKERAGE LIMITED



**海通國際**  
HAITONG

*Joint Lead Managers*



**中信建投國際**  
China Securities International



**廣發證券(香港)經紀有限公司**  
GF SECURITIES (HONG KONG) BROKERAGE LIMITED



**海通國際**  
HAITONG



**國元融資(香港)有限公司**  
GUOYUAN CAPITAL (HONG KONG) LTD

## ANNOUNCEMENT OF OFFER PRICE AND ALLOTMENT RESULTS

\* for identification purpose only

## SUMMARY

- The Offer Price has been determined at HK\$1.36 per H Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).
- Based on the Offer Price of HK\$1.36 per H Share, the net proceeds from the Global Offering to be received by the Company after deduction of the underwriting fees and commissions and estimated expenses payable by the Company in connection with the Global Offering, are estimated to be approximately HK\$299.0 million (the net proceeds to be received by the Selling Shareholders is estimated to be approximately HK\$35.3 million). The Company intends to apply such net proceeds in accordance with the purposes set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.
- The Hong Kong Offer Shares initially offered under the Hong Kong Public Offering have been moderately over-subscribed. A total of 384 valid applications have been received pursuant to the Hong Kong Public Offering on **WHITE** and **YELLOW** Application Forms and through giving **electronic application instructions** to HKSCC via CCASS and to the **White Form eIPO** Service Provider through the **White Form eIPO** service ([www.eipo.com.hk](http://www.eipo.com.hk)) for a total of 37,406,000 Hong Kong Offer Shares, equivalent to approximately 1.28 times of the total number of 29,336,000 Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering.
- As the Hong Kong Public Offering was only moderately over-subscribed (by less than 15 times), the reallocation procedures as described in the paragraph headed “Structure of the Global Offering — Hong Kong Public Offering — Number of Offer Shares initially offered, Allocation and Reallocation” in the Prospectus have not been applied and the final number of Offer Shares under the Hong Kong Public Offering is 29,336,000 Offer Shares, representing approximately 10% of the Offer Shares initially available under the Global Offering.
- The Offer Shares initially offered under the International Offering have been slightly over-subscribed. The final number of Offer Shares under the International Offering is 263,997,334 H Shares, representing approximately 90% of the total number of the Offer Shares under the Global Offering.
- Based on the Offer Price and pursuant to the cornerstone investment agreements entered into among the Company and the Cornerstone Investors as described in the section headed “Cornerstone Investors” in the Prospectus, the Cornerstone Investors, namely CITIC Securities Co., Ltd., Dawanjia (HK) Limited and Foshan Sanshui Fenglu Aluminium Company Limited, have acquired an aggregate of 123,536,000 Offer Shares, representing, in aggregate, approximately 46.8% of the final number of International Offer Shares available under the International Offering and approximately 42.1% of the number of Offer Shares available pursuant to the Global Offering, respectively, and approximately 11.6% of the Shares in issue immediately following the completion of the Global Offering.

- Pursuant to the cornerstone investment agreements with the Cornerstone Investors, the following table sets out the number of H Shares to be subscribed for by the Cornerstone Investors:

	Number of H Shares to be subscribed for	Approximate percentage of the Offer Shares offered pursuant to the Global Offering	Approximate percentage of the total issued share capital immediately following the completion of the Global Offering
CITIC Securities Co., Ltd.	34,904,000	11.9%	3.3%
Dawanjia (HK) Limited	43,632,000	14.9%	4.1%
Foshan Sanshui Fenglu Aluminium Company Limited	45,000,000	15.3%	4.2%
Total	<u>123,536,000</u>	<u>42.1%</u>	<u>11.6%</u>

To the best of the Directors' knowledge, each of the Cornerstone Investors is (i) an Independent Third Party not connected with the Company, its connected persons and associates; (ii) not an existing shareholder of the Company; and (iii) will not be a substantial shareholder of the Company and will not have any representation on the Board upon Listing. Accordingly, the shareholdings of such Cornerstone Investors in the Company will be counted towards the public float of the H Shares. Further, each of the Cornerstone Investors will be subject to restrictions on disposals of their Offer Shares during the period of six months following the Listing Date, as described in the section headed "Cornerstone Investors" in the Prospectus.

- Reference is made to the waiver letter issued by the Stock Exchange (the "**Waiver Letter**") in connection with its consent under Rule 10.04 and Paragraph 5(2) of Appendix 6 of the Listing Rules to allow Guangdong Finance Investment International Co., Limited (粵財控股香港國際有限公司) ("**Yuecai Guangdong**"), a fellow subsidiary and a close associate of Guangdong Yuecai Venture Investment Co., Ltd. ("**Yuecai Investment**"), an existing Shareholder holding approximately 2.65% equity interest in the Company immediately before Global Offering, to acquire certain number of International Offer Shares by way of participation into the placing tranche as a placee under the International Offering, subject to the conditions as more particularly disclosed under the paragraph headed "Waivers from Strict Compliance with the Listing Rules and Exemption from the Companies Ordinance – Submission seeking consent from the Stock Exchange regarding the requirements under Rule 10.04 and paragraph 5(2) of Appendix 6 of the Listing Rules" in the Prospectus.

Subject to the satisfaction of the conditions set out in the paragraph headed “Structure of the Global Offering – Conditions of the Global Offering” in the Prospectus, 58,000,000 H Shares have been allocated to Yuecai Guangdong, representing approximately 22.0% of the final number of International Offer Shares available under the International Offering, approximately 19.8% of the number of Offer Shares available pursuant to the Global Offering and approximately 5.4% of the Shares in issue immediately following the completion of the Global Offering. As a result, Yuecai Guangdong and Yuecai Investment will hold, in aggregate, approximately 7.0% of the Shares in issue immediately following the completion of the Global Offering.

- The Directors confirm that the allocation of H Shares to Yuecai Guangdong has complied with all the conditions set out in the Waiver Letter, and in particular, that:
  - (i) none of the Directors and connected persons of the Company has participated, directly and indirectly, in the International Offering;
  - (ii) immediately before and after completion of the Global Offering, Yuecai Guangdong will remain to be an Independent Third Party;
  - (iii) (a) Yuecai Guangdong (and its affiliate(s)) does not have representation on the Board, and will not be given such right immediately before and after completion of the Global Offering; (b) Yuecai Guangdong (and its affiliate(s)) will not hold, in aggregate, 10% or more of the Shares in issue immediately after completion of the Global Offering; (c) no influence is or has been exerted by Yuecai Guangdong (and its affiliate(s)) over the book building and share allocation process of the Global Offering; and (d) Yuecai Guangdong (and its affiliate(s)) will not become a core connected person (including substantial shareholder) of the Company or a close associate of such core connected person of the Company immediately before and after completion of the Global Offering;
  - (iv) Yuecai Investment (a) is interested in less than 5% of the Company’s voting rights before Listing on the Stock Exchange; (b) is not a core connected person of the Company or its close associate; and (c) does not have the power to appoint directors of the Company or any other special rights which are not extended to the other Shareholders;
  - (v) each of the Company, the Joint Bookrunners and the Sole Sponsor (based on their discussions with and confirmations from the Company and the Joint Bookrunners) confirm that no preferential treatment has been given to Yuecai Guangdong under the International Offering by virtue of its relationship with the Company in any allocation in the placing tranche;
  - (vi) Yuecai Guangdong has been subject to the same book building and allocation process as with other investors of the Company under the International Offering and no preferential treatment has been given to Yuecai Guangdong in such allocation;
  - (vii) the Company and the Sole Global Coordinator has ensured that the International Offer Shares are allocated in a fair and orderly manner;
  - (viii) allocation to Yuecai Guangdong will not affect the Company’s ability to satisfy the public float requirement under the Listing Rules; and

(ix) placing to Yuecai Guangdong of the International Offer Shares in the International Offering is conducted in compliance with the Listing Rules, in particular, such placing (a) is made at the Offer Price; and (b) is not in violation of the constitutional documents of the Company.

- The Directors further confirm that save for the subscription by Yuecai Guangdong, no Offer Shares have been allocated to placees who are: (i) Directors, the chief executive officer or existing beneficial owners of Shares and/or any of the Company's subsidiaries; or (ii) core connected persons of the Company; or (iii) the close associates of (i) and/or (ii) whether in their own names or through nominees. None of the Sole Sponsor, the Sole Global Coordinator, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and their respective affiliated companies and connected clients of the lead broker or of any distributors (as defined in Appendix 6 to the Listing Rules) has taken up any H Shares for its own benefit under the International Offering. The Directors confirm that save for the subscription by Yuecai Guangdong as consented by the Stock Exchange, the International Offering is in compliance with the placing guidelines for equity securities as set out in Appendix 6 to the Listing Rules. The Directors further confirm that none of the placees under the International Offering will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the Global Offering, and as such, none of the placees under the International Offering will become a substantial shareholder of the Company immediately after completion of the International Offering within the meaning of the Listing Rules, and the Company's public float percentage will satisfy the minimum percentage prescribed by Rule 8.08 of the Listing Rules after completion of the Global Offering. The Directors further confirm that (i) the three largest public Shareholders do not hold more than 50% of the H Shares held in public hands at the time of the Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules; and (ii) the H Shares will be held by at least 300 Shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

### Results of Allocations

- The results of allocations of the Hong Kong Offer Shares under the Hong Kong Public Offering, including applications made under **WHITE** and **YELLOW** Application Forms and by giving **electronic application instructions** to HKSCC or the designated **White Form eIPO** Service Provider which will include the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants (where supplied) and the number of the Hong Kong Offer Shares successfully applied for will be made available at the times and dates and in the manner specified below:
  - in the announcement being posted on the Company's website at [www.join-share.com](http://www.join-share.com) and the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 9:00 a.m. on Tuesday, December 22, 2015;
  - from the designated results of allocations website at [www.iporesults.com.hk](http://www.iporesults.com.hk) with a "search by ID" function on a 24-hour basis from 8:00 a.m. on Tuesday, December 22, 2015 to midnight on Monday, December 28, 2015;
  - by telephone enquiry line by calling + 852 2862 8669 between 9:00 a.m. and 10:00 p.m. from Tuesday, December 22, 2015 to Friday, December 25, 2015;

- in the special allocation results booklets which will be available for inspection during opening hours from Tuesday, December 22, 2015 to Thursday, December 24, 2015 at all the designated receiving bank branches and sub-branches at the addresses set out in the paragraph “Results of Allocations” below; and
- The final Offer Price, the level of indication of interests in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares are also published on Tuesday, December 22, 2015 in the South China Morning Post (in English) and Hong Kong Economic Times (in Chinese) (the “**Newspapers**”).
- Applicants who have applied for 1,000,000 or more Hong Kong Offer Shares using **WHITE** Application Forms or **White Form eIPO** and have provided all information required by their Application Forms may collect H share certificate(s) (where applicable) in person from Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Tuesday, December 22, 2015.
- H Share certificates (if any) for Hong Kong Offer Shares allotted to applicants using **WHITE** Application Forms or **White Form eIPO** which have applied for less than 1,000,000 Hong Kong Offer Shares, which are either not available for personal collection or which are so available but are not collected in person within the time specified for collection, will be despatched by ordinary post to the address specified in the relevant application at their own risk on or before Tuesday, December 22, 2015.
- Wholly or partially successful applicants using **YELLOW** Application Form will have their H share certificate(s) issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or their designated CCASS Participant’s stock account as instructed by the applicant in the **YELLOW** Application Form on Tuesday, December 22, 2015.
- H Share certificate(s) for Hong Kong Offer Shares allotted to applicants giving **electronic application instructions** to HKSCC via CCASS will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants as instructed by them electronically, on Tuesday, December 22, 2015, or on such other date as shall be determined by HKSCC or HKSCC Nominees.
- Applicants applying through a designated CCASS Participant (other than a CCASS Investor Participant) using **YELLOW** Application Forms and by giving **electronic application instructions** to HKSCC via CCASS should check the number of Hong Kong Offer Shares allocated to them and the amount of refund monies (if any) payable (if they applied by giving **electronic application instructions** to HKSCC via CCASS) with that CCASS Participant.

- Applicants using **WHITE** or **YELLOW** Application Forms who have applied for 1,000,000 Hong Kong Offer Shares or more and have provided all information required by their **WHITE** or **YELLOW** Application Forms, may collect their refund cheque(s) (where applicable) in person from Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Tuesday, December 22, 2015.
- Refund cheques for partially successful or unsuccessful applicants using **WHITE** or **YELLOW** Application Forms which have applied for less than 1,000,000 Hong Kong Offer Shares, which are either not available for personal collection or which are available but are not collected in person, are expected to be despatched by ordinary post to those entitled at their own risks on or before Tuesday, December 22, 2015.
- Applicants who have applied through the **White Form eIPO** service and paid the application monies from a single bank account, refund monies (if any) will be despatched to their application payment bank account in the form of e-Refund payment instructions on Tuesday, December 22, 2015. Applicants who have applied through **White Form eIPO** service and paid the application monies from multiple bank accounts, refund monies (if any) will be despatched to the address as specified on the **White Form eIPO** application in the form of refund cheque(s) by ordinary post on or before Tuesday, December 22, 2015 and at their own risks.
- Applicants who have applied by giving **electronic application instructions** to HKSCC to apply on their behalf, all refunds are expected to be credited to their designated bank accounts (if the applicants have applied as a CCASS Investor Participant) or the designated bank account of their broker or custodian on Tuesday, December 22, 2015.
- H Share certificates for the Offer Shares will only become valid certificates of title at 8:00 a.m. on Wednesday, December 23, 2015, provided that the Global Offering has become unconditional and the right of termination described in the section headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Hong Kong Underwriting Agreement — Grounds for termination" in the Prospectus has not been exercised and lapsed.
- The Company will not issue any temporary documents of title in respect of the H Shares or any receipts for sums paid on application for the Offer Shares.
- Assuming that the Global Offering becomes unconditional in all aspects at or before 8:00 a.m. on Wednesday, December 23, 2015, dealings in the H Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, December 23, 2015. The H Shares will be traded in board lots of 2,000 H Shares each. The stock code of the Company is 1543.



## OFFER PRICE AND NET PROCEEDS

The Offer Price has been determined at HK\$1.36 per H Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%). Based on the Offer Price of HK\$1.36 per H Share, the net proceeds from the Global Offering to be received by the Company after deducting underwriting fees and commissions and estimated expenses in connection with the Global Offering (the “**Net Proceeds**”), is estimated to be approximately HK\$299.0 million (the net proceeds to be received by the Selling Shareholders is estimated to be approximately HK\$35.3 million).

The Group intends to use the Net Proceeds from the Global Offering as follows:

- (i) approximately 54%, or HK\$161.5 million, is expected to be used to develop financing guarantee business, establish new subsidiaries or associated companies and branches (including those in Dongguan, Yunfu and Zhuhai, Guangdong province) and increase the Group’s capital base for financing guarantee and expand the Group’s business in order to enhance its competitive advantage in the financing guarantee market;
- (ii) approximately 22%, or HK\$65.8 million, is expected to be used to develop SMEs lending business. The Group plans to establish new subsidiaries and increase capital base in order to expand its SME lending business and improve its status in the market;
- (iii) approximately 17%, or HK\$50.8 million, is expected to be used to develop finance lease business, establish new finance lease subsidiaries and explore and optimise related industries. The Group plans to establish a finance lease company in 2016; and
- (iv) approximately 7%, or HK\$20.9 million, is expected to be used to supplement operating capital and other business expenses.

For details, please see the section headed “Future Plans and Use of Proceeds” in the Prospectus.

## APPLICATIONS RECEIVED UNDER THE HONG KONG PUBLIC OFFERING

The Directors announce that the Hong Kong Offer Shares initially offered under the Hong Kong Public Offering have been moderately over-subscribed.

At the close of the application lists at 12:00 noon on Wednesday, December 16, 2015, a total of 384 valid applications (including applications on **WHITE** and **YELLOW** Application Forms and through giving **electronic application instructions** to HKSCC via CCASS and to the **White Form eIPO** Service Provider through the **White Form eIPO** service) and for a total of 37,406,000 Hong Kong Offer Shares were received pursuant to the Hong Kong Public Offering, equivalent to approximately 1.28 times of the total number of 29,336,000 Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering.

- 382 valid applications for a total of 8,070,000 Offer Shares were for Hong Kong Offer Shares with an aggregate subscription amount based on the maximum Offer Price of HK\$1.39 per H Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) of HK\$5,000,000 or less (equivalent to approximately 0.55 times of the 14,668,000 Offer Shares initially available for allocation in pool A of the Hong Kong Public Offering);
- 2 valid applications for a total of 29,336,000 Offer Shares were for Hong Kong Offer Shares with an aggregate subscription amount based on the maximum Offer Price of HK\$1.39 per H Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) of more than HK\$5,000,000 (equivalent to approximately 2.00 times of the 14,668,000 H Shares initially available for allocation in pool B of the Hong Kong Public Offering); and

No multiple application or suspected multiple application has been identified and rejected. No application has been rejected due to bounced cheques or rejection of electronic payment instructions. One application has been rejected due to invalid applications which are not completed in accordance with the instructions set out in the Application Forms. No application for more than 14,668,000 Hong Kong Offer Shares, being 50% of the total number of the Offer Shares available under the Global Offering has been identified.

## **INTERNATIONAL OFFERING**

The International Offering has been slightly over-subscribed. The final number of Offer Shares under the International Offering is 263,997,334 H Shares, representing approximately 90% of the Offer Shares initially available under the Global Offering.

Based on the Offer Price and pursuant to the cornerstone investment agreements entered into among the Company and the Cornerstone Investors as described in the section headed “Cornerstone Investors” in the Prospectus, the Cornerstone Investors, namely CITIC Securities Co., Ltd., Dawanjia (HK) Limited and Foshan Sanshui Fenglu Aluminium Company Limited, have acquired an aggregate of 123,536,000 Offer Shares, representing, in aggregate, approximately 46.8% of the final number of International Offer Shares available under the International Offering and approximately 42.1% of the number of Offer Shares available pursuant to the Global Offering, and approximately 11.6% of the Shares in issue immediately following the completion of the Global Offering.

Pursuant to the cornerstone investment agreements with the Cornerstone Investors, the following table sets out the number of H Shares to be subscribed for by the Cornerstone Investors:

	<b>Number of H Shares to be subscribed for</b>	<b>Approximate percentage of the Offer Shares</b>	<b>Approximate percentage of the total issued share capital immediately following the completion of the Global Offering</b>
CITIC Securities Co., Ltd.	34,904,000	11.9%	3.3%
Dawanjia (HK) Limited	43,632,000	14.9%	4.1%
Foshan Sanshui Fenglu Aluminium Company Limited	45,000,000	15.3%	4.2%
Total	<u>123,536,000</u>	<u>42.1%</u>	<u>11.6%</u>

The number of Offer Shares subscribed for by the Cornerstone Investors was calculated using an exchange rate of HK\$1.1868 = RMB\$1.00, and rounded down to the nearest whole board lot of 2,000 H Shares.

To the best of the Directors' knowledge, each of the Cornerstone Investors is (i) an Independent Third Party not connected with the Company, its connected persons and associates; (ii) not an existing shareholder of the Company; and (iii) will not be a substantial shareholder (as defined under the Listing Rules) of the Company and will not have any representation on the Board upon Listing. Accordingly, the shareholdings of such Cornerstone Investors in the Company will be counted towards the public float of the H Shares. Further, each of the Cornerstone Investors will be subject to restrictions on disposals of their Offer Shares during the period of six months following the Listing Date, as described in the section headed "Cornerstone Investors" in the Prospectus.

Reference is made to the waiver letter issued by the Stock Exchange (the "**Waiver Letter**") in connection with its consent under Rule 10.04 and Paragraph 5(2) of Appendix 6 of the Listing Rules to allow Guangdong Finance Investment International Co., Limited (粵財控股香港國際有限公司) ("**Yuecai Guangdong**"), a fellow subsidiary and a close associate of Guangdong Yuecai Venture Investment Co., Ltd. ("**Yuecai Investment**"), an existing Shareholder holding approximately 2.65% equity interest in the Company immediately before Global Offering, to acquire certain number of International Offer Shares by way of participation into the placing tranche as a placee under the International Offering, subject to the conditions as more particularly disclosed under the paragraph headed "Waivers from Strict Compliance with the Listing Rules and Exemption from the Companies Ordinance – Submission seeking consent from the Stock Exchange regarding the requirements under Rule 10.04 and paragraph 5(2) of Appendix 6 of the Listing Rules" in the Prospectus.

Subject to the satisfaction of the conditions set out in the paragraph headed “Structure of the Global Offering – Conditions of the Global Offering” in the Prospectus, 58,000,000 H Shares have been allocated to Yuecai Guangdong, representing approximately 22.0% of the final number of International Offer Shares available under the International Offering, approximately 19.8% of the number of Offer Shares available pursuant to the Global Offering and approximately 5.4% of the Shares in issue immediately following the completion of the Global Offering. As a result, Yuecai Guangdong and Yuecai Investment will hold, in aggregate, approximately 7.0% of the Shares in issue immediately following the completion of the Global Offering.

The Directors confirm that the allocation of H Shares to Yuecai Guangdong has complied with all the conditions set out in the Waiver Letter, and in particular, that:

- (i) none of the Directors and connected persons of the Company has participated, directly and indirectly, in the International Offering;
- (ii) immediately before and after completion of the Global Offering, Yuecai Guangdong will remain to be an Independent Third Party;
- (iii) (a) Yuecai Guangdong (and its affiliate(s)) does not have representation on the Board, and will not be given such right immediately before and after completion of the Global Offering; (b) Yuecai Guangdong (and its affiliate(s)) will not hold, in aggregate, 10% or more of the Shares in issue immediately after completion of the Global Offering; (c) no influence is or has been exerted by Yuecai Guangdong (and its affiliate(s)) over the book building and share allocation process of the Global Offering; and (d) Yuecai Guangdong (and its affiliate(s)) will not become a core connected person (including substantial shareholder) of the Company or a close associate of such core connected person of the Company immediately before and after completion of the Global Offering;
- (iv) Yuecai Investment (a) is interested in less than 5% of the Company’s voting rights before Listing on the Stock Exchange; (b) is not a core connected person of the Company or its close associate; and (c) does not have the power to appoint directors of the Company or any other special rights which are not extended to the other Shareholders;
- (v) each of the Company, the Joint Bookrunners and the Sole Sponsor (based on their discussions with and confirmations from the Company and the Joint Bookrunners) confirm that no preferential treatment has been given to Yuecai Guangdong under the International Offering by virtue of its relationship with the Company in any allocation in the placing tranche;
- (vi) Yuecai Guangdong has been subject to the same book building and allocation process as with other investors of the Company under the International Offering and no preferential treatment has been given to Yuecai Guangdong in such allocation;
- (vii) the Company and the Sole Global Coordinator has ensured that the International Offer Shares are allocated in a fair and orderly manner;

- (viii) allocation to Yuecai Guangdong will not affect the Company's ability to satisfy the public float requirement under the Listing Rules; and
- (ix) placing to Yuecai Guangdong of the International Offer Shares in the International Offering is conducted in compliance with the Listing Rules, in particular, such placing (a) is made at the Offer Price; and (b) is not in violation of the constitutional documents of the Company.

The Directors further confirm that save for the subscription by Yuecai Guangdong, no Offer Shares have been allocated to placees who are: (i) Directors, the chief executive officer or existing beneficial owners of Shares and/or any of the Company's subsidiaries; or (ii) core connected persons of the Company; or (iii) the close associates of (i) and/or (ii) whether in their own names or through nominees. None of the Sole Sponsor, the Sole Global Coordinator, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and their respective affiliated companies and connected clients of the lead broker or of any distributors (as defined in Appendix 6 to the Listing Rules) has taken up any H Shares for its own benefit under the International Offering. The Directors confirm that save for the subscription by Yuecai Guangdong as consented by the Stock Exchange, the International Offering is in compliance with the placing guidelines for equity securities as set out in Appendix 6 to the Listing Rules. The Directors further confirm that none of the placees under the International Offering will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the Global Offering, and as such, none of the placees under the International Offering will become a substantial shareholder of the Company immediately after completion of the International Offering within the meaning of the Listing Rules, and the Company's public float percentage will satisfy the minimum percentage prescribed by Rule 8.08 of the Listing Rules after completion of the Global Offering. The Directors further confirm that (i) the three largest public Shareholders do not hold more than 50% of the H Shares held in public hands at the time of the Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules; and (ii) the H Shares will be held by at least 300 Shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

## BASIS OF ALLOCATION UNDER THE HONG KONG PUBLIC OFFERING

Subject to the satisfaction of the conditions set out in the paragraph headed “Structure of the Global Offering — Conditions of the Global Offering” in the Prospectus, valid applications made by the public on **WHITE** and **YELLOW** Application Forms, to the **White Form eIPO** Service Provider under the **White Form eIPO** service and through giving **electronic application instructions** to HKSCC via CCASS will be conditionally allocated on the basis set out below:

### POOL A

<b>Number of Hong Kong Offer Shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation/ballot</b>	<b>Approximate percentage allotted of the total number of Hong Kong Offer Shares applied for</b>
2,000	168	2,000 H Shares	100.00%
4,000	45	4,000 H Shares	100.00%
6,000	37	6,000 H Shares	100.00%
8,000	16	8,000 H Shares	100.00%
10,000	23	10,000 H Shares	100.00%
12,000	3	12,000 H Shares	100.00%
14,000	4	14,000 H Shares	100.00%
16,000	4	16,000 H Shares	100.00%
18,000	6	18,000 H Shares	100.00%
20,000	34	20,000 H Shares	100.00%
30,000	7	30,000 H Shares	100.00%
40,000	6	40,000 H Shares	100.00%
50,000	10	50,000 H Shares	100.00%
60,000	4	60,000 H Shares	100.00%
70,000	2	70,000 H Shares	100.00%
100,000	6	100,000 H Shares	100.00%
200,000	2	200,000 H Shares	100.00%
400,000	1	400,000 H Shares	100.00%
500,000	1	500,000 H Shares	100.00%
800,000	1	800,000 H Shares	100.00%
1,000,000	2	1,000,000 H Shares	100.00%

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382

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## POOL B

<b>Number of Hong Kong Offer Shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation/ballot</b>	<b>Approximate percentage allotted of the total number of Hong Kong Offer Shares applied for</b>
14,668,000	2	10,632,000 H Shares plus 1 out of 2 to receive additional 2,000 H Shares	72.49%
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## RESULTS OF ALLOCATIONS

The results of allocations of the Hong Kong Offer Shares under the Hong Kong Public Offering, including applications made under **WHITE** and **YELLOW** Application Forms and by giving **electronic application instructions** to HKSCC or the designated **White Form eIPO** Service Provider which will include the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants (when supplied) and the number of the Hong Kong Offer Shares successfully applied for will be made available at the times and dates and in the manner specified below:

- in the announcement being posted on our Company's website at [www.join-share.com](http://www.join-share.com) and the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 9:00 a.m., Tuesday, December 22, 2015;
- from the designated results of allocations website at [www.iporeresults.com.hk](http://www.iporeresults.com.hk) with a "search by ID" function on a 24-hour basis from 8:00 a.m. on Tuesday, December 22, 2015 to midnight on Monday, December 28, 2015;
- by telephone enquiry line by calling +852 2862 8669 between 9:00 a.m. and 10:00 p.m. from Tuesday, December 22, 2015 to Friday, December 25, 2015;

- in the special allocation results booklets which will be available for inspection during opening hours from Tuesday, December 22, 2015 to Thursday, December 24, 2015 at all the designated receiving bank branches and sub-branches at the following addresses of Bank of Communications Co., Ltd. Hong Kong Branch:

<b>District</b>	<b>Branch/Sub-branch</b>	<b>Address</b>
<b>Hong Kong Island</b>	Hong Kong Branch Kennedy Town Sub-Branch	20 Pedder Street, Central G/F., 113-119 Belcher's Street, Kennedy Town
<b>Kowloon</b>	Mongkok Sub-Branch  Cheung Sha Wan Plaza Sub-Branch	Shops A & B, G/F., Hua Chiao Commercial Centre, 678 Nathan Road  Unit G04 on G/F., Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road
<b>New Territories</b>	Shatin Sub-Branch	Shop No. 193, Level 3, Shatin Lucky Plaza, Shatin

Applicants applying through their designated CCASS Participants (other than a CCASS Investor Participant) can check the number of Hong Kong Offer Shares allotted under their applications with that CCASS participant.

The final Offer Price, the level of indication of interests in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares are also published on Tuesday, December 22, 2015 in the Newspapers.



Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
A4566885	6000						
A9230729	4000						
D4605005	2000						
E4906490	20000						
E8394257	40000						
G8003121	2000						
K0503029	2000						
K1743511	20000						
K1812459	4000						
K4713559	12000						
K4860233	8000						
K4911431	20000						
K5720117	2000						

Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
06124032	50000						
11723201	200000						
A3596853	50000						
A8327621	10000						
A8474292	2000						
D5246203	2000						
K3483606	6000						
K5828341	2000						

Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
009352300	2000	E9049383	2000				
009356600	6000	E9521791	2000				
015140000	6000	G1963235	400000				
015430001	200000	G2508612	6000				
02033437	20000	G30444230	10000				
0306031X	20000	G32705361	4000				
04020071	2000	G4007629	2000				
0501554	30000	G50001363	100000				
05101012	20000	G53782925	18000				
0512064	4000	G6053164	10000				
05260017	20000	G6330311	6000				
06091613	20000	G6738752	2000				
0688943	50000	GS076621B	800000				
07140525	20000	GS082773B	10000				
08161028	20000	H1041233	4000				
0915102X	20000	H3285091	2000				
09214717	2000	H4513888	2000				
0937940	4000	IS1101681	2000				
10101535	20000	IS3173145	2000				
10147015	20000	IS3895932	4000				
10148370	8000	IS4065856	6000				
10267824	2000	IS4368511	2000				
10278192	50000	IS4715870	2000				
103091731	10000	IS4942289	2000				
10316561X	20000	IS5340349	6000				
11145077	20000	IS5989709	2000				
11221526	20000	IS5994441	2000				
11230022	20000	IS6002277	6000				
1130076X	20000	IS6352663	6000				
12301616	20000	IS7732083	2000				
205181718	4000	IS7859100	2000				
210150012	2000	IS8240749	2000				
262065001	1000000	IS8406599	10000				
262065002	10632000	IS8927106	2000				
263289027	4000	IS9102643	2000				
300028	2000	K0267783	2000				
304192313	10000	K1025538	2000				
320103197	6000	K1051520	2000				
359851524	2000	K1478281	2000				
36020319	2000	K2172968	6000				
390162626	4000	K2908719	8000				
40107131X	8000	K297049A	4000				
401084635	6000	K3671399	4000				
440104195	6000	K4491750	6000				
440104198	6000	K4934350	6000				
440105198	6000	K7642482	2000				
440301561	6000	K8368538	2000				
441229197	2000	K914174A	2000				
50992288	16000	K9593810	6000				
510122412	2000	L12247208	12000				
512113526	16000	M0901879	2000				
608186575	2000	M3681578	20000				
609042821	4000	OS200645	40000				
610193919	14000	P2038378	2000				
611111931	2000	P2576396	2000				
709232017	2000	P5637515	2000				
812074515	6000	P6215975	2000				
901161040	4000	P7502838	2000				
A9839820	2000	P9572507	2000				
C12043553	18000	R1456724	20000				
C3805431	2000	R391925A	2000				
C381886A	10000	R6148580	6000				
C5661836	2000	R765742A	2000				
D0343006	2000	R8734584	30000				
D0639339	4000	R9482465	4000				
D0859533	4000	V0583790	2000				
D2139988	6000	V0815012	2000				
D235546A	2000	V083825A	2000				
D2521955	2000	W78406814	40000				
D2627222	2000	Y1636942	2000				
D2701082	8000	Y1659799	2000				
D3357792	2000	Y3114773	2000				
D3850766	4000	Y4156755	8000				
D4060076	2000	Z052552A	2000				
D4386532	2000	Z097278A	2000				
D4858868	2000	Z1634594	2000				
D514107A	2000	Z2286166	6000				
D6751858	4000	Z3375693	6000				
D7042176	4000	Z3385745	2000				
E1648539	2000	Z4112807	2000				
E18428360	2000	Z6854495	4000				
E214695	2000	Z7061278	6000				
E22298167	20000						
E3340760	2000						
E7851077	2000						
E7958084	2000						
E8744584	2000						
E8956115	2000						

## DESPATCH/COLLECTION OF SHARE CERTIFICATES AND REFUND MONIES

Applicants who have applied for 1,000,000 or more Hong Kong Offer Shares using **WHITE** Application Forms or **White Form eIPO** and have provided all information required by their **WHITE** Application Forms and applicants who have applied for 1,000,000 Hong Kong Offer Shares or more through the **White Form eIPO** service by submitting an electronic application through the designated website [www.eipo.com.hk](http://www.eipo.com.hk), and their applications are wholly or partially successful, may collect their H share certificate(s) (where applicable) in person from Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. Tuesday, December 22, 2015. Applicants being individuals who are eligible for personal collection cannot authorise any other person(s) to make collection on their behalf. Corporate applicants which are eligible for personal collection must attend by their authorised representatives bearing letters of authorisation from their corporations stamped with the respective corporation's chop. Both individuals and authorised representatives (if applicable) must produce, at the time of collection, of identity acceptable to Computershare Hong Kong Investor Services Limited.

H Share certificates (if any) for Hong Kong Offer Shares allotted to applicants using **WHITE** Application Forms or **White Form eIPO** which have applied for less than 1,000,000 Hong Kong Offer Shares, which are either not available for personal collection or which are so available but are not collected in person within the time specified for collection, are expected to be despatched by ordinary post to those entitled to address specified in the relevant **WHITE** Application Form or in the relevant application instructions through the **White Form eIPO** service at their own risk on or before Tuesday, December 22, 2015.

Wholly or partially successful applicants using **YELLOW** Application Form will have their H share certificate(s) issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or designated CCASS Participant's stock account as instructed by the applicant in the **YELLOW** Application Form on Tuesday, December 22, 2015.

H Share certificate(s) (if any) for Hong Kong Offer Shares allotted to applicants giving **electronic application instructions** to HKSCC via CCASS will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants as instructed by them electronically, on Tuesday, December 22, 2015, or on such other date as shall be determined by HKSCC or HKSCC Nominees.

Applicants applying through a designated CCASS Participant (other than a CCASS Investor Participant) using **YELLOW** Application Forms and by giving **electronic application instructions** to HKSCC via CCASS should check the number of Hong Kong Offer Shares allocated to them and the amount of refund monies (if any) payable (if they applied by giving **electronic application instructions** to HKSCC via CCASS) with that CCASS Participant.

Applicants applying as a CCASS Investor Participant using **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS should check the announcement made by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Tuesday, December 22, 2015 or any other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Hong Kong Offer Shares to the CCASS Investor Participant's stock accounts on Tuesday, December 22, 2015, the applicant may check the new account balance (and the amount of refund payable to them if they apply by giving **electronic application instructions** to HKSCC via CCASS) via CCASS Phone System and the CCASS Internet System (using the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also make available to such applicant activity statements showing the number of Offer Shares credited to their CCASS Investor Participants stock accounts and (for CCASS Investor Participants applying by giving **electronic application instructions** to HKSCC) the refund amount credited to their respective designated bank accounts (if any).

Applicants on **WHITE** or **YELLOW** Application Forms who have applied for 1,000,000 Hong Kong Offer Shares or more and have provided all information required by their **WHITE** or **YELLOW** Application Forms, may collect their refund cheque(s) (where applicable) in person from Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Tuesday, December 22, 2015.

Refund cheques for partially successful or unsuccessful applicants on **WHITE** or **YELLOW** Application Forms which have applied for less than 1,000,000 Hong Kong Offer Shares, or which are either not available for personal collection or which are available but are not collected in person, are expected to be despatched by ordinary post to those entitled at their own risks on or before Tuesday, December 22, 2015.

Applicants who have applied through the **White Form eIPO** service and paid the application monies from a single bank account, refund monies (if any) will be despatched to their application payment bank account in the form of e-Refund payment instructions on Tuesday, December 22, 2015. Applicants who have applied through **White Form eIPO** service and paid the application monies from multiple bank accounts, refund monies (if any) will be despatched by ordinary post on or before Tuesday, December 22, 2015 to the address as specified on the **White Form eIPO** application in the form of refund cheque(s) at their own risks.

Applicants who have applied by giving **electronic application instructions** to HKSCC to apply on their behalf, all refunds are expected to be credited to their designated bank accounts (if the applicants have applied as a CCASS Investor Participant) or the designated bank account of their broker or custodian on Tuesday, December 22, 2015.

H Share certificates for the Offer Shares will only become valid certificates of title at 8:00 a.m. on Wednesday, December 23, 2015, provided that the Global Offering has become unconditional and the right of termination described in the paragraph headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Hong Kong Underwriting Agreement — Grounds for termination" in the Prospectus has not been exercised and has lapsed.

The Company will not issue any temporary documents of title in respect of the H Shares or any receipts for sums paid on application for the Offer Shares.

## **PUBLIC FLOAT**

Immediately following the completion of the Global Offering, no less than 25% of the total issued share capital of the Company will be held by the public in compliance with the requirements under Rule 8.08 of the Listing Rules.

## **COMMENCEMENT OF DEALINGS**

Assuming that the Global Offering becomes unconditional in all aspects at 8:00 a.m. on Wednesday, December 23, 2015, dealings in the H Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, December 23, 2015. The H Shares will be traded in board lots of 2,000 H Shares each. The stock code of the Company is 1543.

By Order of the Board  
**Wu Liejin**  
Chairman

Hong Kong, December 22, 2015

*As of the date of this announcement, the Board of Directors comprises Mr. Wu Liejin and Mr. Xie Yongdong as executive Directors; Mr. Zhang Minming, Ms. Gu Lidan, Ms. Wu Yanfen and Mr. Huang Guoshen as non-executive Directors; Mr. Wu Xiangneng, Mr. Leung Hon Man and Mr. Liu Heng as independent non-executive Directors.*

*Please also refer to the published version of this announcement in the **South China Morning Post** (in English) and the **Hong Kong Economic Times** (in Chinese).*