

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 28 July 2015 (the “**Prospectus**”) issued by Wan Kei Group Holdings Limited (the “**Company**”).

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for Shares. Potential investors should read the Prospectus for detailed information about the Global Offering before deciding whether or not to invest in Offer Shares.

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This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Offer Shares have not been, and will not be, registered under the applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will not and is not currently intended to be any public offer of the Offer Shares in the United States.



## **Wan Kei Group Holdings Limited** **宏基集團控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

### **GLOBAL OFFERING**

<b>Number of Offer Shares</b>	<b>:</b>	<b>200,000,000 Shares (comprising 100,000,000 New Shares and 100,000,000 Sale Shares)</b>
<b>Number of Hong Kong Public Offer Shares</b>	<b>:</b>	<b>20,000,000 Shares (subject to reallocation)</b>
<b>Number of International Placing Shares</b>	<b>:</b>	<b>180,000,000 Shares comprising 80,000,000 New Shares and 100,000,000 Sale Shares (subject to reallocation)</b>
<b>Offer Price</b>	<b>:</b>	<b>Not more than HK\$0.85 per Offer Share and expected to be not less than HK\$0.65 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)</b>
<b>Nominal value</b>	<b>:</b>	<b>HK\$0.01 per Share</b>
<b>Stock code</b>	<b>:</b>	<b>1718</b>

Sole Sponsor

**SUNWAH KINGSWAY**  
**新華滙富**  
Kingsway Capital Limited

**Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers**

 **金利豐證券**  
**KINGSTON SECURITIES**  
Kingston Securities Limited

**SUNWAH KINGSWAY**  
**新華滙富**  
Kingsway Financial Services Group Limited

Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, the Shares in issue and the Shares to be issued pursuant to the Global Offering (including any additional Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Scheme).

The Global Offering comprises the Hong Kong Public Offer of initially 20,000,000 Hong Kong Public Offer Shares (subject to reallocation), representing 10% of the Offer Shares, and the International Placing of initially 180,000,000 International Placing Shares (comprising 80,000,000 New Shares and 100,000,000 Sale Shares initially offered by the Company and the Selling Shareholders, respectively) (subject to reallocation), representing 90% of the Offer Shares.

The Offer Price will be not more than HK\$0.85 per Offer Share and is expected to be not less than HK\$0.65 per Offer Share. Applicants under the Hong Kong Public Offer shall pay in full, on application, the maximum indicative Offer Price of HK\$0.85 per Offer Share plus 1% brokerage, 0.005% Stock Exchange trading fee and 0.0027% SFC transaction levy, subject to refund if the final Offer Price is lower than HK\$0.85 per Offer Share.

**Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the related Application Forms.**

Applicants who would like to have the allotted Hong Kong Public Offer Shares issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to have the allotted Hong Kong Public Offer Shares issued in the name of HKSCC Nominees 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 obtained during normal business hours from 9:00 a.m. on Tuesday, 28 July 2015 until 12:00 noon on Monday, 3 August 2015 from:

1. any of the following offices of the Hong Kong Underwriters:

Kingston Securities Limited	Suite 2801, 28th Floor One International Finance Centre 1 Harbour View Street Central Hong Kong
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Kingsway Financial Services Group Limited	7/F, Tower One Lippo Centre 89 Queensway Hong Kong
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Get Nice Securities Limited	10/F Cosco Tower Grand Millennium Plaza 183 Queen's Road Central Hong Kong
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VC Brokerage Limited	28/F, The Centrium 60 Wyndham Street Central Hong Kong
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2. any of the following branches of Bank of Communications Co., Ltd. Hong Kong Branch:

<b>District</b>	<b>Branch name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Hong Kong Branch	20 Pedder Street, Central
	Taikoo Shing Sub-Branch	Shop 38, G/F., CityPlaza 2, 18 Taikoo Shing Road
<b>Kowloon</b>	Kowloon Sub-Branch	G/F., 563 Nathan Road
	Cheung Sha Wan Plaza Sub-Branch	Unit G04 on G/F., Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road
<b>New Territories</b>	Tseung Kwan O Sub-Branch	Shops Nos. 252A, 252B, 253-255 on Podium Level 2, Metro City Phase I, Tseung Kwan O
	Shatin Sub-Branch	Shop No. 193, Level 3, Shatin Lucky Plaza, Shatin

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 28 July 2015 until 12:00 noon on Monday, 3 August 2015 at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbrokers.

Both **WHITE** and **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, together with cheques or banker's cashier orders attached and marked payable to "Bank of Communications (Nominee) Co. Ltd. – Wan Kei Group Public Offer" for the payment should be deposited in the special collection boxes provided at any of the branches of the receiving bank referred to above on such dates and during such time as specified in the Application Forms.

CCASS Participants can input **electronic application instruction** from 9:00 a.m. on Tuesday, 28 July 2015 until 12:00 noon on Monday, 3 August 2015 or such later time as described in the section headed "How to Apply for Hong Kong Public Offer Shares – 9. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to the sections respectively headed "Structure of the Global Offering" and "How to Apply for Hong Kong Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer.

The Company expects to announce the final Offer Price, together with the indication of the level of interest under the International Placing, the level of applications and the basis of allocation of the Hong Kong Public Offer Shares under the Hong Kong Public Offer on Monday, 10 August 2015 on the Company's website at [www.wankei.com.hk](http://www.wankei.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The results of allocations in the Hong Kong Public Offer, including the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) under the Hong Kong Public Offer will be made available on Monday, 10 August 2015 in the manner specified in the section headed "How to Apply for Hong Kong Public Offer Shares – 10. Publication of Results" in the Prospectus.

Assuming the Global Offering becomes unconditional in all respects and the Underwriting Agreements are not terminated in accordance with their respective terms prior to 8:00 a.m. on Tuesday, 11 August 2015, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 11 August 2015. The Shares will be traded in board lots of 5,000 Shares each. The stock code of the Shares is 1718. The Company will not issue any receipt for sum paid on application or temporary documents of title.

By order of the Board  
**Wan Kei Group Holdings Limited**  
**Lau Woon Si**  
*Chairman*

Hong Kong, 28 July 2015

*As at the date of this announcement, the executive Directors are Mr. Lau Woon Si, Mr. Lau Chi Hing, Mr. Fong Hon Hung, Mr. Leung Man Lun Stephen and Mr. Lau Chi Shing; and the independent non-executive Directors are Mr. Ong Chi King, Mr. Ho Ho Ming and Mr. Law Yiu Sing.*