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Unless otherwise defined, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus (the "Prospectus") of RUNWAY GLOBAL HOLDINGS COMPANY LIMITED 時尚環球控股有限公司 (the "Company") dated 27 November 2013.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Placing described below before deciding whether or not to invest in the Shares thereby being offered.

RUNWAY GLOBAL HOLDINGS COMPANY LIMITED

時尚環球控股有限公司

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING

Number of Placing Shares : 150,000,000 Placing Shares (subject to Offer Size Adjustment Option)
Placing Price : HK\$0.35 per Placing Share (payable in full upon application, plus brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund)
Nominal Value : HK\$0.01 each
Stock Code : 8309

Sponsor



大有融資有限公司
MESSIS CAPITAL LIMITED

Bookrunner and Lead Manager



KINGSTON SECURITIES LTD

Co-Manager

RaffAello
Securities
(HK) Ltd.

Printed copies of the Prospectus as required by the GEM Listing Rules and the Companies Ordinance are available, for information purposes only, during normal office hours from 9:00 a.m. to 5:00 p.m. at the office of Messis Capital Limited at Room 1606, 16th Floor, Tower 2, Admiralty Centre, 18 Harcourt Road, Hong Kong from 27 November 2013 to 3 December 2013 (both dates inclusive).

Pursuant to the Underwriting Agreement, the Company is offering 150,000,000 Placing Shares for subscription by way of Placing (subject to the Offer Size Adjustment Option) at the Placing Price on and subject to the terms and conditions as set out in the Underwriting Agreement and the Prospectus. It is expected that the Underwriter, on behalf of the Company, will conditionally place 150,000,000 Placing Shares at the Placing Price to selected professional, institutional and other investors in Hong Kong.

In connection with the Placing, the Company has granted to the Lead Manager the Offer Size Adjustment Option, which is exercisable by the Lead Manager (for itself and on behalf of the Underwriter) (i) on or before the business day immediately before the date of allotment results announcement; and (ii) within 30 days from the date of the Prospectus, whichever is earlier, in writing, to require the Company to allot and issue up to 22,500,000 additional Shares at the Placing Price (representing 15% of the total number of Shares initially available for subscription under the Placing).

For the avoidance of doubt, the purpose of the Offer Size Adjustment Option is to provide flexibility for the Lead Manager to meet any excess demand in the Placing. The Offer Size Adjustment Option will not be associated with any price stabilisation activity of the Shares in the secondary market after the listing of the Shares on GEM and will not be subject to the Securities and Futures (Price Stabilizing) Rules of the SFO (Chapter 571W of the Laws of Hong Kong). No purchase of the Shares in the secondary market will be effected to cover any excess demand in the Placing which will only be satisfied by the exercise of the Offer Size Adjustment Option in full or in part.

Application for the Placing Shares will only be considered on the basis of the terms and conditions as stated in the Prospectus. The Placing is conditional upon the fulfillment of the conditions set forth under the paragraph headed “Conditions of the Placing” in the section headed “Structure and conditions of the Placing” in the Prospectus. Prospective investors of the Placing should note that the Underwriter is entitled to terminate its obligations under the Underwriting Agreement by notice in writing to the Company given by the Lead Manager (for itself and on behalf of the Underwriter) upon the occurrence of any of the events set out under the sub-section headed “Grounds for termination” in the section headed “Underwriting” in the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. 3 December 2013.

In the event that the conditions of the Placing as mentioned therein are not fulfilled (or waived, where applicable) in accordance with the terms and conditions of the Underwriting Agreement on or before the dates and times as specified therein, the Placing will lapse and the subscription money received will be returned to the places or the Underwriter without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the website of the Stock Exchange at www.hkexnews.hk and the Company’s website at www.runwayglobal.com on the next business day following the date of such lapse.

Application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Shares issued and to be issued pursuant to the Placing and the Capitalisation Issue (including any Shares to be issued upon the exercise of any options which may be granted under the Share Option Scheme and any Shares which may be issued pursuant to the exercise of the Offer Size Adjustment Option). Subject to the granting by the Stock Exchange of the listing of and permission to deal in the Shares on GEM and the 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 Listing Date or 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 for the Shares to be admitted into CCASS.

Share certificates for the Placing Shares will only become valid certificates of title when the Placing has become unconditional in all respects and the Underwriting Agreement has not been terminated in accordance with its terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date. No temporary documents of title will be issued by the Company. No receipt will be issued for the subscription monies for the Placing Shares.

The announcement of the level of indication of interest in the Placing and the basis of allocation of the Placing Shares will be published on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.runwayglobal.com on 2 December 2013.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on 3 December 2013. Shares will be traded in board lots of 6,000 Shares. The GEM stock code for the Shares is 8309.

By order of the Board
Runway Global Holdings Company Limited
Hubert Tien
Executive Director

Hong Kong, 27 November 2013

As at the date of this announcement, the executive Directors are Mr. Hubert Tien and Mr. Farzad Gozashti, and the independent non-executive Directors are Mr. Lai Man Sing, Mr. Tang Shu Pui, Simon and Mr. Tang Tsz Kai, Kevin.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and; (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement and a copy of the Prospectus will remain on the website of the Stock Exchange at www.hkexnews.hk. This announcement and a copy of the Prospectus will also be published on the Company's website at www.runwayglobal.com.