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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 Li Bao Ge Group Limited (the "Company") dated 24 June 2016.

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.



**Li Bao Ge Group Limited**  
**利寶閣集團有限公司**

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

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

<b>Number of Placing Shares:</b>	<b>200,000,000 Placing Shares (subject to the Offer Size Adjustment Option)</b>
<b>Placing Price:</b>	<b>Not more than HK\$0.40 per Placing Share and expected to be not less than HK\$0.30 per Placing Share, plus brokerage fee 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>HK\$0.01 per Share</b>
<b>Stock Code:</b>	<b>8102</b>

**Sponsor**

**AmCap**  
*Ample Capital Limited*  
豐盛融資有限公司

**Financial Adviser**

**Opus** Capital Limited  
創富融資有限公司

**Sole Bookrunner and Joint Lead Manager**



英皇證券(香港)有限公司  
Emperor Securities Limited

**Joint Lead Manager**

**AmCap**  
Ample Orient Capital Limited

Copies of the Prospectus as required by the GEM Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32 of the Laws of Hong Kong) are available, for information purposes only, during normal office hours from 9:00 a.m. to 5:00 p.m. at the office of Ample Capital Limited at Unit A, 14th Floor, Two Chinachem Plaza, 135 Des Voeux Road Central, Hong Kong from Friday, 24 June 2016 to Thursday, 30 June 2016 (both dates inclusive).

Pursuant to the Underwriting Agreement, the Company is offering 200,000,000 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 Underwriters, on behalf of the Company, will conditionally place 200,000,000 Placing Shares at the Placing Price to selected individual, professional and institutional investors in Hong Kong.

In connection with the Placing, the Company has granted to the Joint Lead Managers the Offer Size Adjustment Option, which is exercisable by the Joint Lead Managers (for themselves and on behalf of the Underwriter) in their absolute discretion (i) on or before the business day immediately before the date of allotment results announcement (that is on 29 June 2016); 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 30,000,000 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 Joint Lead Managers 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.

Applications for the Placing Shares will only be considered on the basis of the terms and conditions as set out in the Prospectus.

The Placing is conditional upon fulfillment of the conditions as set out under the paragraph headed “Conditions of the Placing” in the section headed “Structure and Conditions of the Placing” in the Prospectus. If the conditions of the Placing as mentioned therein are not fulfilled or waived by the Joint Lead Managers (for themselves and on behalf of the Underwriter) in accordance with the terms and conditions of the Underwriting Agreement prior to the times and the dates as specified therein, the Placing will lapse and thereafter, all money received will be refunded to applicants of the Placing Shares 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](http://www.hkexnews.hk) and the Company’s website at [www.starofcanton.com.hk](http://www.starofcanton.com.hk) on the next Business Day immediately following the date of such lapse.

Prospective investors should note that the Joint Lead Managers (for themselves and on behalf of the Underwriter) is entitled to terminate the obligations of the Underwriter under the Underwriting Agreement by giving notice in writing to the Company upon occurrence of any of the events set forth under the paragraph 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. Thursday, 30 June 2016.

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 new Shares which may be issued pursuant to the exercise of the Offer Size Adjustment Option). Subject to the granting of the listing of, and permission to deal in, the Shares on GEM as mentioned in the Prospectus 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 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 for the Shares to be admitted into CCASS.

The Placing Price will not be more than HK\$0.40 per Placing Share and expected to be not less than HK\$0.30 per Placing Share. The Placing Price is expected to be determined by agreement between the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriter) on the Price Determination Date, which is currently scheduled on Monday, 27 June 2016 (Hong Kong time). If, for whatever reason, the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriter) are unable to agree on the Placing Price on the Price Determination Date, the Placing will not become unconditional and will lapse. In such event, the Company will issue an announcement on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.starofcanton.com.hk](http://www.starofcanton.com.hk) on the next Business Day following the date of such lapse.

Share certificates for the Placing Shares will only become valid documents 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 application monies for the Placing Shares.

The announcement of the level of indication of interest in the Placing, the final Placing Price and the basis of allocation of the Placing Shares will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.starofcanton.com.hk](http://www.starofcanton.com.hk) on or before Wednesday, 29 June 2016.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Thursday, 30 June 2016. Shares will be traded in board lots of 10,000 Shares. The GEM stock code for the Shares is 8102.

By order of the Board  
**Li Bao Ge Group Limited**  
利寶閣集團有限公司  
**Mr. Chan Chun Kit**  
Chairman

Hong Kong, 24 June 2016

*As at the date of this announcement, the executive Directors are Mr. Chan Chun Kit, Mr. Lam Kwok Leung Peter, Mr. Wong Ka Wai and Mr. Chow Yiu Pong David; and the independent non-executive Directors are Mr. Liu Chi Keung, Prof. Wong Lung Tak Patrick and Mr. Tam Tak Kei Raymond.*

*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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and 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](http://www.hkexnews.hk) and, in the case of the announcement, on the “Latest Company Announcements” page for at least 7 days from the day of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at [www.starofcanton.com.hk](http://www.starofcanton.com.hk).*