

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus dated 30 September 2016 (the “Prospectus”) issued by Kwong Man Kee Group Limited (the “Company”).

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. Potential investors should read the Prospectus for detailed information about the Company and the Placing and the Public Offer described below before deciding whether or not to invest in the Offer Shares.

Nothing in this announcement or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Public Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful.

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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 of 1933, as amended 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.

Potential investors of the Offer Shares should note that the Joint Lead Managers are entitled, for themselves and on behalf of the Underwriters, to terminate their obligations under the Underwriting Agreements by notice in writing at its opinion upon the occurrence of any of the events set forth in the paragraph headed “Grounds for termination” in the section headed “Underwriting” of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

Kwong Man Kee Group Limited

鄺文記集團有限公司

(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 AND PUBLIC OFFER

Number of Offer Shares under the Share Offer	:	150,000,000 Shares
Number of Public Offer Shares	:	45,000,000 Shares (subject to reallocation)
Number of Placing Shares	:	105,000,000 Shares (subject to reallocation)
Offer Price	:	Not more than HK\$0.50 per Offer Share and expected to be not less than HK\$0.40 per Offer 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 dollar and subject to refund)
Nominal value	:	HK\$0.01 per Share
Stock code	:	8023

Sponsor



Alliance Capital Partners Limited
同人融資有限公司

Joint Bookrunners and Joint Lead Managers



UPBEST SECURITIES COMPANY LIMITED



Alliance Capital Partners Limited
同人融資有限公司

Application has been made by the Company to the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus (including the Shares to be issued pursuant to (i) the Capitalisation Issue; (ii) the Share Offer and (iii) the exercise of the options to be granted under the Share Option Scheme). Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on 13 October 2016, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on 13 October 2016.

The Share Offer comprises the Public Offer of 45,000,000 Public Offer Shares, representing 30% of the Offer Shares, and the Placing of 105,000,000 Placing Shares, representing 70% of the Offer Shares. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to adjustment 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 Stock Exchange 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 date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be 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 not be more than HK\$0.50 and is expected to be not less than HK\$0.40 per Offer Share, unless otherwise announced. Applicants for the Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.50 per Share together with brokerage of 1%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$0.50 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. 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 White Form eIPO Service Provider at www.eipo.com.hk under the White Form eIPO service. Applicants who would like to have the allotted Public Offer Shares registered 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.

WHERE TO COLLECT THE PROSPECTUS AND APPLICATION FORMS

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 30 September 2016 to 12:00 p.m. noon on Wednesday, 5 October 2016 from:

(1) the following addresses of the Underwriters:

Alliance Capital Partners Limited	Unit 318, 3/F, Shui On Centre 6-8 Harbour Road Wanchai, Hong Kong
Upbest Securities Company Limited	2/F, Wah Kit Commercial Centre 302 Des Voeux Road Central Hong Kong
Innovax Capital Limited	Room 2002, 20/F, Chinachem Century Tower 178 Gloucester Road Wanchai, Hong Kong
Caitong International Securities Co. Limited	Unit 2401-03, 24/F Grand Millennium Plaza 181 Queen's Road Central, Hong Kong

- (2) any of the following sub-branches of Bank of Communications Co., Ltd. Hong Kong Branch:

	Sub-Branch Name	Address
Hong Kong Island	Central District Sub-Branch	G/F., Far East Consortium Building 125A Des Voeux Road C., Central
	Taikoo Shing Sub-Branch	Shop 38, G/F., CityPlaza 2 18 Taikoo Shing Road
Kowloon	Mongkok Sub-Branch	G/F. and 1/F., Shun Wah Building Nos.735 & 735A Nathan Road Mongkok
	Shamshuipo Sub-Branch	Shop G1-G3, G11-G13, G19-G21 G/F., Golden Centre 94 Yen Chow Street Sham Shui Po
New Territories	Yuen Long Sub-Branch	Shop 2B, G/F., Man Yu Building 2-14 Tai Fung Street Yuen Long
	Tiu Keng Leng Sub-Branch	Shops Nos. L2-064 and L2-065, Level 2 Metro Town Tiu Keng Leng

You can collect a **YELLOW** Application Form and a Prospectus during normal business hours from 9:00 a.m. on Friday, 30 September 2016 to 12:00 p.m. noon on Wednesday, 5 October 2016 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

Time for Lodging Application Forms

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "Bank of Communications (Nominee) Co. Ltd. — Kwong Man Kee Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

- Friday, 30 September 2016 – 9:00 a.m. to 5:00 p.m.
- Monday, 3 October 2016 – 9:00 a.m. to 5:00 p.m.
- Tuesday, 4 October 2016 – 9:00 a.m. to 5:00 p.m.
- Wednesday, 5 October 2016 – 9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Wednesday, 5 October 2016. The application lists will be open from 11:45 a.m. to 12:00 noon on the same date, the last application day or such later time as described in the paragraph headed “How to apply for Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Applications Lists” in the Prospectus.

Applicants applying through White Form eIPO service may submit applications through the White Form eIPO Service Provider at www.eipo.com.hk from 9:00 a.m. on Friday, 30 September 2016 until 11:30 a.m. on Wednesday, 5 October 2016 or such later time as described in the section “How to Apply for Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input electronic application instructions from 9:00 a.m. on Friday, 30 September 2016 until 12:00 noon on Wednesday, 5 October 2016 or such later time as described in the section “How to Apply for Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

PUBLICATION OF RESULTS

The Company expects to announce the final Offer Price, the indication of the level of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Wednesday, 12 October 2016, (i) in The Standard (in English); (ii) in the Hong Kong Economic Journal (in Chinese); (iii) on the Company’s website at www.kwongmankee.com.hk; and (iv) on the website of the Stock Exchange at www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Public Offer will be available at the times and date and in the manner specified below:

- (a) in the announcement to be posted on the Company’s website at www.kwongmankee.com.hk and the Stock Exchange’s website at www.hkexnews.hk by no later than 9:00 a.m. on Wednesday, 12 October 2016;
- (b) from the designated results of allocations website at www.tricor.com.hk/ipo/result with a “search by ID” function on a 24-hour basis from 8:00 a.m. on Wednesday, 12 October 2016 to 12:00 midnight on Tuesday, 18 October 2016;
- (c) by telephone enquiry line by calling (852) 3691 8488 between 9:00 a.m. and 6:00 p.m. from Wednesday, 12 October 2016 to Monday, 17 October 2016 (excluding Saturday, Sunday and Public Holiday); and
- (d) in the special allocation results booklets which will be available for inspection during opening hours from Wednesday, 12 October 2016 to Friday, 14 October 2016 at all the receiving bank branches.

If the Company accepts your offer to purchase (in whole or in part), which it may do by announcing the basis of allocations and/or making available the results of allocations publicly, there will be a binding contract under which you will be required to purchase the Public Offer Shares if the conditions of the Share Offer are satisfied and the Share Offer is not otherwise terminated. Further details are contained in the sections headed “Structure and Conditions of the Share Offer” and “How to Apply for Public Offer Shares” in the Prospectus.

You will not be entitled to exercise any remedy of rescission for innocent misrepresentation at any time after acceptance of your application. This does not affect any other right you may have.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Thursday, 13 October 2016 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting — Public Offer underwriting arrangement and expenses — Grounds for termination” in the Prospectus has not been exercised.

If, for any reason, the Offer Price is not agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters) at or before 5:00 p.m. (Hong Kong time) on Tuesday, 11 October 2016, the Share Offer will not become unconditional and will lapse.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. on 13 October 2016, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on 13 October 2016. The Shares will be traded in board lots of 6,000 Shares. The stock code of the Shares is 8023.

By order of the Board
Kwong Man Kee Group Limited
Kwong Chi Man
Chairman and Executive Director

Hong Kong, 30 September 2016

As at the date of this announcement, the Board comprises Mr. Kwong Chi Man (Chairman) and Mr. Yip Wai Man as executive Directors and Ms. Yu Wan Wah Amparo, Mr. Law Pui Cheung and Mr. Wat Danny Hiu Yan as independent non-executive Directors.

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 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.kwongmankee.com.hk.

*Please also refer to the published version of this announcement in **The Standard** (in English) and the **Hong Kong Economic Times** (in Chinese).*