

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated Friday, 28 June 2019 (the “Prospectus”) issued by WMCH Global Investment Limited (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 invitation or offer to acquire, purchase or subscribe for any Shares or other securities of the Company. Potential investors should read the Prospectus for detailed information about the Share Offer described below before deciding whether or not to invest in the Offer Shares thereby being offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States. 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.



WMCH GLOBAL INVESTMENT LIMITED

(Incorporated in the Cayman Islands with limited liability)

LISTING ON GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Number of Offer Shares : 150,000,000 Shares (subject to the Offer Size Adjustment Option)

Number of Public Offer Shares : 15,000,000 Shares (subject to reallocation)

Number of Placing Shares : 135,000,000 Shares (subject to reallocation and the Offer Size Adjustment Option)

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 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)

Nominal value : HK\$0.01 each

Board lot : 5,000 Shares

Stock code : 8208

Sole Sponsor



Titan Financial Services Limited

Joint Bookrunners and Joint Lead Managers

FRONTPAGE 富比



Sirimax Securities Ltd.
佳富達證券

Co-Managers



Application has been made to the Stock Exchange for the granting of listing of, and permission to deal in, the Shares in issue and to be issued on GEM pursuant to the Share Offer, the Capitalisation Issue and any new Shares which may be allotted and issued pursuant to the exercise of the Offer Size Adjustment Option or any options that may be granted under the Share Option Scheme as described in the Prospectus.

The Share Offer comprises the Public Offer of initially 15,000,000 Public Offer Shares, representing 10% of the total number of Offer Shares made available under the Share Offer (subject to reallocation), and the Placing of initially 135,000,000 Placing Shares, representing 90% of the total number of Offer Shares under the Share Offer (subject to reallocation and the Offer Size Adjustment Option). The allocation of the Shares between the Public Offer and the Placing is subject to adjustment as stated in the paragraph headed “Structure and Conditions of the Share Offer — Re-allocation of the Offer Shares between Placing and Public Offer” of the Prospectus.

In particular, the Joint Bookrunners may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with the Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 6 of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), the maximum total number of Offer Shares that may be allocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 30,000,000 Offer Shares) and the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.40 per Offer Share) stated in the Prospectus.

It is expected that the Company will grant the Offer Size Adjustment Option to the Placing Underwriters, exercisable by Joint Bookrunners (for themselves and on behalf of the Placing Underwriters) at any time before 6:00 p.m. on the Business Day immediately prior to the date of the announcement of the results of allocations and the basis of allocation of the Public Offer Shares, to require the Company to allot and issue up to an aggregate of 22,500,000 additional Placing Shares, representing 15% of the number of the Offer Shares initially being offered under the Share Offer, on the same terms as those applicable to the Share Offer. The Offer Size Adjustment Option will not be used for price stabilisation purposes in the secondary market after listing of the Shares on the Stock Exchange and is not subject to the Securities and Future (Price Stabilising) Rules of the SFO. Any such additional Shares may be issued to cover any excess demand in the Placing and in the event that the Offer Size Adjustment Option is exercised, Joint Bookrunners (for themselves and on behalf of the Placing Underwriters) may decide to whom and proportions in which the additional Shares will be allotted. If the Offer Size Adjustment Option is exercised in full, the additional 22,500,000 Shares and the total Offer Shares (inclusive of the shares of the Offer Size Adjustment Option) will represent approximately 3.61% and 27.71% of the Company’s enlarged share capital immediately after completion of the Share Offer and the exercise of the Offer Size Adjustment Option. The additional net proceeds received from the exercise of the Offer Size Adjustment Option will be allocated pro rata in accordance to the allocations as disclosed in the paragraph headed “Business — Business strategies and future plans”.

Applicants who would like the allotted Public Offer Shares to be issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like the allotted Public Offer Shares to be registered 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 accounts maintained with 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 collected during normal business hours from 9:00 a.m. on Friday, 28 June 2019 until 12:00 noon on Thursday, 4 July 2019 at:

(a) the following offices of the Public Offer Underwriters:

Frontpage Capital Limited	26/F, Siu On Centre, 188 Lockhart Road, Wanchai, Hong Kong
Merdeka Capital Limited	Room 1108–1110, 11/F, Wing On Centre, 111 Connaught Road, Central, Hong Kong
OIL Assets Securities Limited	Room 903, 9/F., Lansing House, 45 Queen's Road Central, Central, Hong Kong
Pacific Foundation Securities Limited	11/F New World Tower II, 16–18 Queen's Road Central, Hong Kong
Sinomax Securities Limited	Room 2705–6, 27/F, Tower One, Lippo Centre, 89 Queensway, Hong Kong
Sorrento Securities Limited	11/F The Wellington, 198 Wellington Street, Central, Hong Kong

(b) any of the following branches of DBS Bank (Hong Kong) Limited, the receiving bank for the Public Offer:

District	Branch Name	Address
Hong Kong Island	Head Office	G/F, The Center, 99 Queen's Road Central, Central
	North Point Branch	G/F, 391 King's Road, North Point
Kowloon	Nathan Road — SME Banking Centre	2/F, Wofoo Commercial Building, 574-576 Nathan Road, Mongkok
New Territories	Tuen Mun Town Plaza — SME Banking Centre	Shop 23, G/F, Tuen Mun Town Plaza (II), 3 Tuen Lung Street, Tuen Mun

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be collected during normal business hours from 9:00 a.m. on Friday, 28 June 2019 until 12:00 noon on Thursday, 4 July 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have the **YELLOW** Application Form and the Prospectus available.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**Ting Hong Nominees Limited — WMCH Global Investment Limited 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 dates and times:

Friday, 28 June 2019 — 9:00 a.m. to 5:00 p.m.
Saturday, 29 June 2019 — 9:00 a.m. to 1:00 p.m.
Tuesday, 2 July 2019 — 9:00 a.m. to 5:00 p.m.
Wednesday, 3 July 2019 — 9:00 a.m. to 5:00 p.m.
Thursday, 4 July 2019 — 9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 4 July 2019, the last application day or such later time as described in the paragraph headed "How to apply for Public Offer Shares — 9. Effect of bad weather on the opening of the application lists" of the Prospectus.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:⁽¹⁾

Friday, 28 June 2019	—	9:00 a.m. to 8:30 p.m.
Saturday, 29 June 2019	—	8:00 a.m. to 1:00 p.m.
Tuesday, 2 July 2019	—	8:00 a.m. to 8:30 p.m.
Wednesday, 3 July 2019	—	8:00 a.m. to 8:30 p.m.
Thursday, 4 July 2019	—	8:00 a.m. to 12:00 noon

Note:

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS investor participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 28 June 2019 until 12:00 noon on Thursday, 4 July 2019 (24 hours daily, except on the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Thursday, 4 July 2019, the last application day or such later time as described in the paragraph headed “How to apply for public offer shares — 9. Effect of bad weather on the opening of the application lists” in the Prospectus.

If you are **not a CCASS Investor Participant**, you may instruct your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Public Offer Shares on your behalf.

You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Sole Sponsor, the Joint Lead Managers and the Hong Kong Branch Share Registrar.

Please refer to the sections headed “Structure and Conditions of the Share Offer” and “How to Apply for Public Offer Shares” of the Prospectus for details of the conditions and procedures of the Public Offer.

The Company will disclose in the announcement of the results of allocations and the basis of allocation of the Public Offer Shares on Monday, 15 July 2019.

The Offer Price will not be more than HK\$0.50 per Offer Share and is expected to be not less than HK\$0.40 per Offer Share. Applicants for Public Offer Shares under the Public Offer are required to pay, on application, the maximum Offer Price of HK\$0.50 per Offer Share (plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%). If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.50 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Share Offer as set out in the section headed “Structure and Conditions of the Share Offer — Conditions of the Share Offer” in this prospectus are not fulfilled or if any application is revoked, the application monies, or the

appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded without interest or the cheque or banker's cashier order will not be cleared.

The final Offer Price is expected to be determined by agreement between the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently expected to be on or around Friday, 5 July 2019 (Hong Kong time), or such later date as the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) may agree.

No temporary document of title will be issued in respect of the Offer Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Tuesday, 16 July 2019 provided that the Share Offer has become unconditional and the right of termination described in the paragraph headed "Underwriting — Underwriting arrangement and expenses — Grounds for termination" in the Prospectus has not been exercised.

Application for the Public Offer Shares will only be considered on the basis of the terms and conditions as stated in the Prospectus and the Application Forms. The Share Offer is conditional upon the fulfillment of the conditions set forth under the paragraph headed "Structure and Conditions of the Share Offer — Conditions of the Share Offer" of the Prospectus.

The Offer Shares will be fully underwritten by the Underwriters pursuant to the Underwriting Agreements. Prospective investors of the Offer Shares should note that the Joint Bookrunners (for themselves and on behalf of the Underwriters) is entitled, in its sole and absolute discretion, to terminate the Underwriters' obligations under the Underwriting Agreements by notice in writing to the Company, upon the occurrence of any of the events set forth under the paragraph headed "Underwriting — Underwriting arrangements and expenses — Grounds for termination" of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Tuesday, 16 July 2019. If, for any reason, the Offer Price is not agreed between the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) by the Price Determination Date, or such later date as may be agreed between the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters), the Share Offer will not proceed and will lapse. In the event that the terms and conditions of the Share Offer as mentioned therein are not fulfilled or waived on or before such dates and times, the Share Offer will lapse and the application money will be returned to the applicants of the Share Offer without interest and the Stock Exchange will be notified immediately.

Subject to the granting by the Stock Exchange of the listing of, and permission to deal in, the Shares on GEM and the Company's 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, i.e. Tuesday, 16 July 2019 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.

The announcement of the final Offer Price, the level of indications of interest in the Placing, the level of applications, the basis of allotment and the results of allocations in the Public Offer will be published on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.tw-asia.com on Monday, 15 July 2019.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer will be made available on Monday, 15 July 2019 in the manner described in the paragraph headed "How to Apply for Public Offer Shares — 10. Publication of results" of the Prospectus.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 16 July 2019, dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Tuesday, 16 July 2019. The Shares will be traded in board lots of 5,000 Shares each. The GEM stock code of the Shares is 8208.

By order of the Board
WMCH Global Investment Limited
Wong Seng
Chairman and Executive Director

Hong Kong, 28 June 2019

As at the date of this announcement, the executive Directors are Mr. Wong Seng, Ms. Leow Geok Mui, Mr. Lim Chin Keong, Mr. Heng Kim Huat and the independent non-executive Directors are Dr. Tan Teng Hooi, Mr. Leong Jay and Mr. Ng Shing Kin.

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 which 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 Stock Exchange's website at www.hkexnews.hk and, in the case of this announcement, on the "Latest Listed Company Information" page for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company's website at www.tw-asia.com.