

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 31 December 2014 (the “**Prospectus**”) issued by Yat Sing 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 Share Offer 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.

## **YAT SING HOLDINGS LIMITED**

**日成控股有限公司**

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

### **SHARE OFFER**

<b>Number of Offer Shares under the Share Offer</b>	<b>:</b>	<b>279,700,000 Shares (comprising 139,850,000 new Shares and 139,850,000 Sale Shares)</b>
<b>Number of Public Offer Shares</b>	<b>:</b>	<b>27,970,000 Shares (subject to reallocation)</b>
<b>Number of Placing Shares</b>	<b>:</b>	<b>251,730,000 Shares (subject to reallocation)</b>
<b>Maximum Offer Price</b>	<b>:</b>	<b>not more than HK\$0.60 per 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 dollar 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>3708</b>

#### **Sponsor**



**TC Capital**  
**天財資本**

#### **Sole Bookrunner and Lead Manager**



**金利豐證券**  
**KINGSTON SECURITIES**

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 Share Offer (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 Share Offer comprises the Public Offer of initially 27,970,000 Public Offer Shares (subject to reallocation), representing 10% of the Offer Shares, and the Placing of initially 251,730,000 Placing Shares (comprising 111,880,000 new Shares and 139,850,000 Sale Shares initially offered by the Company and the Vendor, respectively) (subject to reallocation), representing 90% of the Offer Shares.

The Offer Price will be not more than HK\$0.60 per Offer Share and is expected to be not less than HK\$0.40 per Offer Share. Applicants under the Public Offer shall pay in full, on application, the maximum indicative Offer Price of HK\$0.60 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\$0.60 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 related Application Forms.**

Applicants who would like to have the allotted Public Offer Shares issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to have the allotted 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 Wednesday, 31 December 2014 until 12:00 noon on Tuesday, 6 January 2015 from:

1. any of the following offices of the Public Offer Underwriters:

Kingston Securities Limited	Suite 2801, 28th Floor One International Finance Centre 1 Harbour View Street 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 Industrial and Commercial Bank of China (Asia) Limited:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Central Branch	1/F, 9 Queen's Road Central
	Sheung Wan Branch	Shop F, G/F, Kai Tak Commercial Building, 317-319 Des Voeux Road Central, Sheung Wan
	North Point Branch	G/F, 436-438 King's Road, North Point
<b>Kowloon</b>	Tsimshatsui East Branch	Shop B, G/F, Railway Plaza, 39 Chatham Road South, Tsimshatsui
	Mongkok Branch	G/F., Belgian Bank Building, 721-725 Nathan Road, Mongkok
<b>New Territories</b>	Shatin Branch	Shop 22J, Level 3, Shatin Centre
	Tsuen Wan Castle Peak Road Branch	G/F, 423-427 Castle Peak Road Tsuen Wan
	Tseung Kwan O Branch	Shop Nos. 2011-2012, Level 2, Metro City, Plaza II, 8 Yan King Road, Tseung Kwan O

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 31 December 2014 until 12:00 noon on Tuesday, 6 January 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 "ICBC (Asia) Nominee Limited – Yat Sing Holdings 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 Wednesday, 31 December 2014 until 12:00 noon on Tuesday, 6 January 2015 or such later time as described in the section headed "How to Apply for the Public Offer Shares – 9. Effect of Bad Weather on the Opening of the Application Lists" of the Prospectus.

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

The Company expects to announce the final Offer Price, together with the indications of the level of interests in the Placing, the results of applications and the level and the basis of allocation of the Public Offer Shares on Tuesday, 13 January 2015, in *The Standard* (in English) and *Hong Kong Economic Journal* (in Chinese), and on the Company’s website at [www.yat-sing.com.hk](http://www.yat-sing.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Results of allocations in the Public Offer, including the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) under the Public Offer will be made available on Tuesday, 13 January 2015 in the manner specified in the paragraph headed “How to Apply for the Public Offer Shares – 10. Publications of Results” of the Prospectus.

Assuming the Share Offer 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 Wednesday, 14 January 2015, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 14 January 2015. The Shares will be traded in board lots of 5,000 Shares each. The Company will not issue any receipts for sum paid on application or temporary documents of title.

By order of the Board  
**Yat Sing Holdings Limited**  
**Liu Winson Wing Sun**  
*Chairman*

Hong Kong, 31 December 2014

*As at the date of this announcement, the executive Directors are Mr. Liu Winson Wing Sun, Mr. Kan Yiu Keung and Mr. Chan Lo Kin; the non-executive Directors are Mr. Liu Su Ke and Mr. Kan Yiu Kwok; and the independent non-executive Directors are Ms. Tong Sze Wan, Mr. Kwong Ping Man and Mr. Lam Yiu Por.*

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