

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated March 19, 2019 (the “**Prospectus**”) issued by 盛世大聯保險代理股份有限公司 (Sun Car Insurance Agency Co., Ltd.*) (the “**Company**”).

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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 Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the H Shares thereby offered.

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 to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The H 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**”) or any state securities laws of the United States.

The securities may not be offered, sold, pledged or transferred within the United States, except that the H Shares may be offered, sold or delivered outside the United States in offshore transactions in accordance with Regulation S. The Company has not intended and does not intend to make any public offer of securities in the United States.

In connection with the Global Offering, China Galaxy International Securities (Hong Kong) Co., Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for them, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the H Shares at a level higher than that which might otherwise prevail for a limited period after Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the H Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Sunday, April 21, 2019, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the H Shares, and therefore the price of the H Shares, could fall.

* For identification purpose only



Sun Car Insurance Agency Co., Ltd.*
盛世大聯保險代理股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

GLOBAL OFFERING

| | |
|---|--|
| Number of Offer Shares under the Global Offering | : 42,626,600 H Shares (subject to the Over-allotment Option) |
| Number of Hong Kong Offer Shares | : 4,262,800 H Shares (subject to reallocation) |
| Number of International Offer Shares | : 38,363,800 H Shares (subject to reallocation and the Over-allotment Option) |
| Maximum Offer Price | : HK\$30.80 per H Share, plus brokerage of 1.0%, 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 | : RMB1.00 per H Share |
| Stock code | : 1879 |

Joint Sponsors



Joint Global Coordinators and Joint Bookrunners



Joint Bookrunners



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Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in the H Shares to be issued pursuant to the Global Offering (including any additional H Shares which may be issued pursuant to the exercise of the Over-allotment Option). Dealings in the H Shares on the Main Board are expected to commence at 9:00 a.m. on Friday, March 29, 2019.

The Global Offering comprises the Hong Kong Public Offering of 4,262,800 H Shares (subject to reallocation), and the International Offering of an aggregate of 38,363,800 H Shares (subject to reallocation and the Over-allotment Option). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done in the circumstance that the International Offering are undersubscribed or other than pursuant to the clawback mechanism as described in the section headed “Structure of the Global Offering – The Hong Kong Public Offering – Reallocation”, the total number of Offer Shares available under the Hong Kong Public Offering following such reallocation shall be not more than 8,525,600 Offer Shares (representing approximately 20% of the total number of Offer Shares initially available under the Global Offering), and the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e., HK\$23.00 per Offer Share) stated in the Prospectus.

The Company is expected to grant to the International Underwriters, exercisable by the Joint Representatives (for themselves and on behalf of the International Underwriters), the Over-allotment Option, which will be exercisable from the Listing Date until 30 days after the last day for the lodging of applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 6,393,990 additional H Shares, representing approximately 15% of the initial number of Offer Shares under the Global Offering, at the Offer Price, to, among other things, cover over-allocations in the International Offering, if any. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company’s website at www.auto1768.com and the website of the Stock Exchange at www.hkexnews.hk.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the H 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 H 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 H Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$30.80 per Offer Share and is currently expected to be not less than HK\$23.00 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$30.80 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$30.80 per Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Application Forms and the designated website (www.eipo.com.hk) in relation to the White Form eIPO. Applicants who would like to have the allotted Hong Kong 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 Hong Kong 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.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Tuesday, March 19, 2019, until 12:00 noon on Friday, March 22, 2019 from:

1. the following offices of the Hong Kong Underwriters:

China Galaxy International Securities (Hong Kong) Co., Limited

20th Floor, Wing On Centre, 111 Connaught Road Central, Sheung Wan, Hong Kong

China International Capital Corporation Hong Kong Securities Limited

29th Floor, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong

CMB International Capital Limited

45th Floor, Champion Tower, 3 Garden Road, Central, Hong Kong

CCB International Capital Limited

12/F, CCB Tower, 3 Connaught Road Central, Central, Hong Kong

ABCI Securities Company Limited

10/F, Agricultural Bank of China Tower, 50 Connaught Road Central, Central, Hong Kong

Huatai Financial Holdings (Hong Kong) Limited

Unit 5801-05 & 08-12, 58th Floor, The Center, 99 Queen's Road Central, Central, Hong Kong

Zhongtai International Securities Limited

19th Floor, Li Po Chun Chambers, 189 Des Voeux Road Central, Central, Hong Kong

China Industrial Securities International Capital Limited

7th Floor, Three Exchange Square, 8 Connaught Place, Central, Hong Kong

Guotai Junan Securities (Hong Kong) Limited

27/F, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong

CGS-CIMB Securities (Hong Kong) Limited

25th Floor, Gloucester Tower, The Landmark, 15 Queen's Road Central, Central, Hong Kong

Golden Rich Securities Limited

22nd Floor, Siu On Centre, 188 Lockhart Road, Wan Chai, Hong Kong

Lead Securities (HK) Limited

Unit A, 23rd Floor, The Wellington, 198 Wellington Street, Sheung Wan, Hong Kong

Lego Securities Limited

Room 301, 3rd Floor, China Building, 29 Queen's Road Central, Central, Hong Kong

2. any of the following outlets or branches of the receiving banks of the Hong Kong Public Offering:

Bank of Communications Co., Ltd. Hong Kong Branch

| District | Outlet Name | Address |
|-------------------------|-------------------------|--|
| Hong Kong Island | Business Department | 20 Pedder Street, Central |
| | Taikoo Shing Sub-Branch | Shop 38, G/F., CityPlaza 2, 18 Taikoo Shing Road |
| Kowloon | Jordan Road Sub-Branch | 1/F., Booman Building, 37U Jordan Road |
| | Lam Tin Sub-Branch | Shop No. 5 & 9, G/F., Kai Tin Towers, 51-67C Kai Tin Road, Lam Tin |
| New Territories | Fanling Sub-Branch | Shop No. 84A-84B, G/F., Flora Plaza, Fanling |

CMB Wing Lung Bank, Limited

| District | Branch Name | Address |
|-------------------------|--------------------|---|
| Hong Kong Island | North Point Branch | 361 King's Road |
| Kowloon | San Po Kong Branch | 8 Shung Ling Street |
| | Mongkok Branch | B/F CMB Wing Lung Bank Centre, 636 Nathan Road |

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Tuesday, March 19, 2019 until 12:00 noon on Friday, March 22, 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "Bank of Communications (Nominee) Co. Ltd. – Sun Car Public Offer" attached should be deposited in the special collection boxes provided at any of the outlets or branches of the receiving banks referred to above, at the following times:

Tuesday, March 19, 2019 – 9:00 a.m. to 5:00 p.m.
Wednesday, March 20, 2019 – 9:00 a.m. to 5:00 p.m.
Thursday, March 21, 2019 – 9:00 a.m. to 5:00 p.m.
Friday, March 22, 2019 – 9:00 a.m. to 12:00 noon

Applicants applying by **White Form eIPO** may submit applications through the **White Form eIPO** service at www.eipo.com.hk from 9:00 a.m. on Tuesday, March 19, 2019 until 11:30 a.m. on Friday, March 22, 2019 (24 hours daily, except on the last application date) and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, March 22, 2019 or such later time as described in the section headed "How to Apply for the Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, March 19, 2019 until 12:00 noon on Friday, March 22, 2019 or such later time as described in the section headed "How to Apply for the Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to the sections headed "Structure of the Global Offering" and "How to Apply for the Hong Kong Offer Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the Offer Price, the indications of the level of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering on the website of the Hong Kong Stock Exchange (www.hkexnews.hk); and the website of the Company (www.auto1768.com) on or before Thursday, March 28, 2019. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Thursday, March 28, 2019 as described in the section headed “How to Apply for the Hong Kong Offer Shares — 11. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. H Share certificates will only become valid at 8:00 a.m. on Friday, March 29, 2019 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. No receipt will be issued for application monies received. Dealings in the H Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Friday, March 29, 2019. The H Shares will be traded in board lots of 200 H Shares each. The stock code of the Company is 1879.

On behalf of the Board of Directors
Sun Car Insurance Agency Co., Ltd.*
Lei Zhunfu

Chairman, executive director and general manager

Hong Kong, March 19, 2019

As at the date of this announcement, the board of directors of the Company comprises Mr. Lei Zhunfu, Mr. Ye Zaichang, Mr. Du Bohong, Ms. Gu Saiye, Mr. Hui Dong and Mr. Luo Songlin as executive Directors, Ms. Yao Yuyi as non-executive Director, and Mr. Fan Youyuan, Mr. He Shaojun, Mr. Xue Wencheng and Mr. Leung Siu Hong as independent non-executive Directors.

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