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Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus (the "Prospectus") of China Oriented International Holdings Limited (the "Company") dated 11 October 2019.

This announcement is for information purposes only and does not constitute an invitation or offer by any person to acquire, purchase or subscribe for any Shares or other securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and 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 (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 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 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 and are being offered, sold or delivered outside the United States in reliance on Regulation S. 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 and is not currently intended to be any public offer of securities in the United States.

Prospective investors should note that the Underwriters are entitled to terminate their obligations under the Underwriting Agreements by notice in writing to the Company given by the Joint Bookrunners (for themselves and on behalf of the Underwriters) upon the occurrence of any of the events set forth under the section headed "Underwriting — Underwriting arrangements and expenses — The Public Offer — Grounds for termination" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Thursday, 24 October 2019.

In connection with the Share Offer, the Stabilising Manager, ChaoShang Securities Limited (the "Stabilising Manager"), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action. Such stabilising action, if taken, (i) will be conducted at the absolute discretion of the Stabilising Manager reasonably regards as the best interest of our Company, (ii) may be discontinued at any time and (iii) is required to be brought to an end within 30 days of the last day for lodging applications under the Public Offer. Such stabilisation action, if taken, 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 (Cap. 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on Friday, 15 November 2019, being the 30<sup>th</sup> day after the last day for the lodging of applications under the Public Offer. After this date, no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

# China Oriented International Holdings Limited 向中國國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

## SHARE OFFER

Number of Offer Shares	:	100,000,000 Shares (subject to the Over-allotment Option)
Number of Public Offer Shares	:	10,000,000 Shares (subject to reallocation)
Number of Placing Shares	:	90,000,000 Shares (subject to reallocation and the Over-allotment Option)
Offer Price	:	Not more than HK\$1.42 per Offer Share and expected to be not less than HK\$1.28 per Offer Share plus brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.0027% (payable in full on application, subject to refund on final pricing)
Nominal value	:	HK\$0.01 per Share
Stock code	:	1871

### Sponsor



Cinda International Capital Limited

### Joint Bookrunners



Cinda International Capital Limited



ChaoShang Securities Limited

### Joint Lead Managers



Cinda International Capital Limited



ChaoShang Securities Limited



Differ Financial and Securities Limited

An application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus pursuant to the Share Offer, the Capitalisation Issue and any Shares which may be allotted and issued pursuant to the exercise of any options that may be granted under the Share Option Scheme and the Over-allotment Option. Assuming that the Share Offer becomes unconditional, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, 24 October 2019.

The Share Offer comprises the Placing and the Public Offer. A total of 100,000,000 Shares (subject to the Over-allotment Option) will be made available under the Share Offer, of which 90,000,000 Shares (subject to reallocation and the Over-allotment Option), representing 90% of the Offer Shares initially being offered, will be conditionally placed under the Placing. The remaining 10,000,000 Shares (subject to reallocation), representing 10% of the Offer Shares initially being offered, will be offered under the Public Offer. The allocation of the Offer Shares between the Public Offer and the Placing is subject to adjustment as stated in the section headed “Structure and conditions of the Share Offer — Basis of allocation of the Offer Shares” in the Prospectus. In particular, the Joint Bookrunners (for themselves and on behalf of the Underwriters) may reallocate the 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 conducted other than pursuant to Practice Note 18 of the Listing Rules, (i) the maximum number of the Placing Shares that may be reallocated to the Public Offer should not exceed 10,000,000 Shares, representing 10% of the Offer Shares initially available under the Share Offer, increasing the total number of Offer Shares available under the Public Offer to 20,000,000 Shares; and (ii) the final Offer Price should be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$1.28 per Offer Share). Please refer to the section headed “Structure and conditions of the Share Offer” in the Prospectus for further details.

In connection with the Share Offer, the Company intends to grant the Over-allotment Option to the Placing Underwriters, which is exercisable by the Joint Bookrunners (for themselves and on behalf of the Placing Underwriters) at any time during the 30-day period after the last day for lodging applications under the Public Offer, to require the Company to allot and issue up to an aggregate of 15,000,000 additional new Shares, representing 15% of the initial number of the Offer Shares at the Offer Price to cover over-allocations in the Placing, if any. In the event that the Over-allotment Option is exercised, an announcement will be made 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.china-oriented.com](http://www.china-oriented.com).

Subject to the granting of the approval by the Stock Exchange for the listing of, and permission to deal in, the Shares on the Stock Exchange 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. Thursday, 24 October 2019, or any 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 for the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$1.42 per Offer Share and is expected to be not less than HK\$1.28 per Offer Share unless otherwise announced. Applicants for the Public Offer Shares under the Public Offer are required to pay in full, on application, the maximum Offer Price of HK\$1.42 per Offer Share together with brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund. If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is lower than the maximum Offer Price of HK\$1.42 per Offer Share, appropriate refund payments (including the related brokerage fee, SFC transaction levy and Stock Exchange trading fee attributable to the excess application monies) will be made to applicants, without interest. Further details are set out in the section headed “How to apply for the Public Offer Shares – Refund of application monies” in the Prospectus.

**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 and the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) for the HK eIPO White Form service.**

Applicants who would like the Public Offer Shares to be issued 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 **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) under the **HK eIPO White Form** service. Applicants who would like the 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.

## **WHERE TO COLLECT THE PROSPECTUS AND APPLICATION FORMS**

As required by the Listing Rules and the Companies (WUMP) Ordinance, printed copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 11 October 2019 until 12:00 noon on Wednesday, 16 October 2019 (both days inclusive) (or such later date and time as may apply as described in the section headed “How to apply for the Public Offer Shares — Effect of bad weather and/or extreme conditions on the opening of the application lists” in the Prospectus) from:

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

<b>Cinda International Capital Limited</b>	45/F, COSCO Tower 183 Queen's Road Central Hong Kong
<b>ChaoShang Securities Limited</b>	Room 2206-10, 22/F China Resources Building 26 Harbour Road Wanchai, Hong Kong
<b>Differ Financial and Securities Limited</b>	Unit 03, 16/F Euro Trade Centre 13 Connaught Road Central Central, Hong Kong
<b>Bluemount Securities Limited</b>	Room 2403-05 Jubilee Centre 18 Fenwick Street Wan Chai, Hong Kong
<b>Central China International Capital Limited</b>	Suite 3108 Two Exchange Square 8 Connaught Place Central, Hong Kong
<b>Paragon Securities Limited</b>	Unit No.7, 11/F Commercial Emperor Group Centre No.288 Hennessy Road Hong Kong

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

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
Hong Kong Island	Quarry Bay Branch	Parkvale, 1060 King's Road, Quarry Bay, Hong Kong
Kowloon	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong, Kowloon
New Territories	Tai Po Plaza Branch	Unit 4, Level 1 Tai Po Plaza, 1 On Tai Road, Tai Po, New Territories

Printed copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 11 October 2019 until 12:00 noon on Wednesday, 16 October 2019 (both days inclusive) at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong, or your stockbroker who may have the **YELLOW** Application Forms and copies of the printed Prospectus available.

The Prospectus is also available on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and on the Company's website at [www.china-oriented.com](http://www.china-oriented.com) from Friday, 11 October 2019.

## **TIME FOR LODGING APPLICATION FORMS**

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 "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED - CHINA ORIENTED INTERNATIONAL 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, 11 October 2019 – 9:00 a.m. to 5:00 p.m.

Saturday, 12 October 2019 – 9:00 a.m. to 1:00 p.m.

Monday, 14 October 2019 – 9:00 a.m. to 5:00 p.m.

Tuesday, 15 October 2019 – 9:00 a.m. to 5:00 p.m.

Wednesday, 16 October 2019 – 9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Wednesday, 16 October 2019. 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 "How to apply for the Public Offer Shares – Effect of bad weather and/or extreme conditions on the opening of the application lists" in the Prospectus.

Applicants applying through **HK eIPO White Form** service may submit applications through the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Friday, 11 October 2019 until 11:30 a.m. on Wednesday, 16 October 2019 or such later time as described in "How to apply for the Public Offer Shares – Effect of bad weather and/or extreme conditions on the opening of the application lists" in the Prospectus (24 hours daily, except on the last application day).

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 11 October 2019 until 12:00 noon on Wednesday, 16 October 2019 or such later date and time as described in the section headed "How to apply for the Public Offer Shares — Effect of bad weather

and/or extreme conditions on the opening of the application lists” in the Prospectus. CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times<sup>(1)</sup> on the following dates:

Friday, 11 October 2019 – 9:00 a.m. to 8:30 p.m.

Saturday, 12 October 2019 – 8:00 a.m. to 1:00 p.m.

Monday, 14 October 2019 – 8:00 a.m. to 8:30 p.m.

Tuesday, 15 October 2019 – 8:00 a.m. to 8:30 p.m.

Wednesday, 16 October 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.

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Wednesday, 16 October 2019, the last application day or such later time as described in the paragraph headed “Effect of bad weather and/or extreme conditions on the opening of the application lists”.

The Share Offer is conditional upon the fulfillment of the conditions set forth under the section headed “Structure and conditions of the Share Offer” in the Prospectus.

The Offer Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreements. Prospective investors of the Offer Shares should note that the Joint Bookrunners are entitled, in their 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 section headed “Underwriting – Underwriting arrangements and expenses – The Public Offer – Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, which is expected to be Thursday, 24 October 2019. In the event that the conditions of the Share Offer as mentioned therein are not fulfilled or waived (as the case may be) on or before such dates and times, the Share Offer will lapse and all monies received will be refunded to the applicants of the Share Offer without interest and the Stock Exchange will be notified immediately. If the Share Offer does not become unconditional or the Underwriting Agreements are terminated in accordance with their terms, the Company will make an announcement as soon as possible on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.china-oriented.com](http://www.china-oriented.com) on the next business day following the date of such lapse.

The application for the Public Offer will commence on Friday, 11 October 2019 through Wednesday, 16 October 2019. The application monies (including brokerage fee, SFC transaction levy and Stock Exchange trading fee) will be held by the receiving bank on behalf of our Company and the refund

monies, if any, will be returned to the applicant(s) without interest on Wednesday, 23 October 2019. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence on Thursday, 24 October 2019.

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

## **PUBLICATION OF RESULTS**

The Offer Price is expected to be fixed by agreement between the Joint Bookrunners (for themselves and on behalf of the Underwriters) and the Company on the Price Determination Date. The Price Determination Date is expected to be on or around Thursday, 17 October 2019 or such later date as the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) may agree. If, for whatever reason, the Joint Bookrunners (for themselves and on behalf of the Underwriters) and the Company are unable to reach an agreement on the Offer Price on or before Tuesday, 22 October 2019, the Share Offer will not become unconditional and will lapse immediately. In such event, the Company will issue an announcement to be published on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.china-oriented.com](http://www.china-oriented.com).

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, 23 October 2019 on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.china-oriented.com](http://www.china-oriented.com).

Results of allocations in the Public Offer and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Public Offer will be made available on Wednesday, 23 October 2019 in the manner described in the section headed “How to apply for the Public Offer Shares — Publication of results” in the Prospectus.

All share certificates will only become valid at 8:00 a.m. on Thursday, 24 October 2019 provided that the Share Offer has become unconditional in all respects and the right of termination described in the section headed “Underwriting — Underwriting arrangements and expenses — The Public Offer — Grounds for termination” in the Prospectus has not been exercised.

No receipt will be issued for application monies paid. The Company will not issue temporary documents of title.

Assuming the Share Offer becomes unconditional in all respects and the Public Offer Underwriting Agreement is not terminated in accordance with its terms at or before 8:00 a.m. (Hong Kong time) on Thursday, 24 October 2019, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. (Hong Kong time) on Thursday, 24 October 2019. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares is 1871.

By order of the Board  
**China Oriented International Holdings Limited**  
**Qi Xiangzhong**  
*Chairman and Executive Director*

Hong Kong, 11 October 2019

*As at the date of this announcement, the executive Directors are Mr. Qi Xiangzhong and Ms. Zhao Yuxia, the non-executive Director is Dr. Yeung Cheuk Kwong, and the independent non-executive Directors are Mr. Chan Siu Wah, Mr. Cheng Chun Shing and Mr. Goh Teng Hwee.*