

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated October 30, 2019 (the “**Prospectus**”) issued by Sinic Holdings (Group) Company Limited (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 of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares.

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) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute and is not an offer to sell or an invitation or a solicitation of any offer to buy or subscribe for, any securities of the Company in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933 (the “**U.S. Securities Act**”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. 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, ABCI Securities Company Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it and on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Offer Shares at a level higher than that which might otherwise prevail in the open market for a limited period after the 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 conducted at the 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 Offer Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Sunday, December 8, 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 Offer Shares, and therefore the price of the Offer Shares, could fall.



Sinic Holdings (Group) Company Limited
新力控股（集團）有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 529,412,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 52,942,000 Shares (subject to adjustment)
Number of International Offering Shares	: 476,470,000 Shares (subject to adjustment and the Over-allotment Option)
Offer Price (subject to a Downward Offer Price Adjustment)	: Not more than HK\$4.25 and not less than HK\$3.30 per Hong Kong Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund) (If the Offer Price is set at 10% below the bottom end of the indicative Offer Price range after making a Downward Offer Price Adjustment, the Offer Price will be HK\$2.97 per Hong Kong Offer Share)
Nominal value	: HK\$0.01 per Share
Stock code	: 2103

Joint Sponsors



農銀國際

ABC INTERNATIONAL



华泰金控

HUATAI FINANCIAL

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



農銀國際

ABC INTERNATIONAL



华泰金控

HUATAI FINANCIAL



CRIC

克而瑞證券有限公司



交銀國際

BOCOM International

Joint Bookrunners and Joint Lead Managers



國泰君安國際

GUOTAI JUNAN INTERNATIONAL



第一上海

FIRST SHANGHAI GROUP



越秀證券

YUEXIU SECURITIES



招銀國際

CMB INTERNATIONAL



建銀國際

CCB International

Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue, the Shares to be issued pursuant to the Capitalization Issue and the Global Offering (including the Shares which may be issued pursuant to the exercise of the Over-allotment Option) and the Shares that may be issued pursuant to the options which may be granted under the Share Option Scheme. Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, November 15, 2019, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, November 15, 2019.

The Global Offering comprises the Hong Kong Public Offering of initially 52,942,000 Shares (subject to adjustment), and the International Offering of initially 476,470,000 Shares (subject to adjustment and the Over-allotment Option), representing approximately 10% and 90% of the total number of the Offer Shares initially being offered under the Global Offering, respectively. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section “Structure of the Global Offering” in the Prospectus. In particular, the Offer Shares to be offered in the Hong Kong Public Offering and the International Offering may, in certain circumstances, be reallocated as between these offerings at the discretion of the Joint Representatives. 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 maximum number of the Offer Shares available under the Hong Kong Public Offering following such reallocation would be 105,884,000 Shares, representing double of the initial allocation to the Hong Kong Public Offering or approximately 20% of the total number of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), and the final Offer Price would be set at HK\$3.30 per Offer Share, being the low-end of the indicative Offer Price, or the final Offer Price after making a Downward Offer Price Adjustment.

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 Listing Date 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 Offer Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

In connection with the Global Offering, the Company is expected to grant to the International Underwriters, exercisable in whole or in part by the Joint Representatives (for themselves and on behalf of the International Underwriters) at their sole and absolute discretion, the Over-allotment Option, which will be exercisable at any time within 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 79,411,000 additional Offer Shares, representing not more than 15% of the Offer Shares initially available 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 website of the Stock Exchange at www.hkexnews.hk and the Company’s website at www.sinicdc.com.

The Offer Price will not be more than HK\$4.25 per Offer Share and is currently expected to be not less than HK\$3.30 per Offer Share (subject to a reduction of up to 10% below the bottom end of the indicative Offer Price range) through making a Downward Offer Price Adjustment as set out in the Prospectus. If the Offer Price is set after making a 10% Downward Offer Price Adjustment, the Offer Price will be HK\$2.97 per Offer Share. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$4.25 per Offer Share together with brokerage of 1%, 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\$4.25 per Offer Share.

If the Company decides to reduce the Offer Price by making a Downward Offer Price Adjustment (a reduction of up to 10% below the bottom end of the indicative Offer Price range), the Company will separately announce the final Offer Price no later than Tuesday, November 12, 2019 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.sinicdc.com.

The final Offer Price is expected to be determined by agreement between the Company and the Joint Representatives (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently expected to be on or around Friday, November 8, 2019 or such later date as may be agreed between the Company and the Joint Representatives (for themselves and on behalf of the Underwriters). If, for any reason, the Offer Price is not agreed on or before Tuesday, November 12, 2019, the Global Offering will not proceed and will lapse. In such event, the Company will issue an announcement on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.sinicdc.com.

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 relevant Application Forms and the designated website (www.eipo.com.hk) for 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 through 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 Wednesday, October 30, 2019, until 12:00 noon on Friday, November 8, 2019 from:

(i) any of the following offices of the Joint Global Coordinators:

ABCI Capital Limited	11/F, Agricultural Bank of China Tower 50 Connaught Road Central Hong Kong
Huatai Financial Holdings (Hong Kong) Limited	62/F, The Center 99 Queen's Road Central Hong Kong
CRIC Securities Company Limited	Room 2007&2403, Great Eagle Centre 23 Harbour Road Wan Chai Hong Kong
BOCOM International Securities Limited	9th Floor Man Yee Building 68 Des Voeux Road Central Hong Kong

(ii) any of the following branches of the receiving banks for the Hong Kong Public Offering:

(a) Bank of China (Hong Kong) Limited

	Branch Name	Address
Hong Kong Island	Quarry Bay Branch	Parkvale 1060 King's Road Quarry Bay Hong Kong
	South Horizons Branch	Shop G13 & G15, G/F Marina Square, West Commercial Block South Horizons Ap Lei Chau Hong Kong
Kowloon	Prince Edward Branch	774 Nathan Road Kowloon Hong Kong
	194 Cheung Sha Wan Road Branch	194-196 Cheung Sha Wan Road Sham Shui Po Kowloon Hong Kong
New Territories	Tai Wai Branch	74-76 Tai Wai Road Sha Tin New Territories Hong Kong

(b) Industrial and Commercial Bank of China (Asia) Limited

	Branch Name	Address
Hong Kong Island	Admiralty Branch	Shop 1013-1014 1/F, United Centre 95 Queensway Admiralty Hong Kong
	Causeway Bay Branch	Shop A on G/F 1/F, Hennessy Apartments 488 & 490 Hennessy Road Hong Kong
Kowloon	Tsim Sha Tsui Branch	Shop 1&2, G/F No. 35-37 Hankow Road Tsimshatsui Kowloon

(c) **CMB Wing Lung Bank Limited**

	Branch Name	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central Hong Kong
	Kennedy Town Branch	28 Catchick Street Hong Kong
Kowloon	Mongkok Branch	B/F CMB Wing Lung Bank Centre 636 Nathan Road Mongkok Kowloon Hong Kong

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Wednesday, October 30, 2019 until 12:00 noon on Friday, November 8, 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 copies of such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED – SINIC HOLDINGS (GROUP) PUBLIC OFFER**" for the payment, should be deposited in the special collection boxes provided at any of the designated branches of the receiving banks listed above, at the following times:

Wednesday, October 30, 2019	– 9:00 a.m. to 5:00 p.m.
Thursday, October 31, 2019	– 9:00 a.m. to 5:00 p.m.
Friday, November 1, 2019	– 9:00 a.m. to 5:00 p.m.
Monday, November 4, 2019	– 9:00 a.m. to 5:00 p.m.
Tuesday, November 5, 2019	– 9:00 a.m. to 5:00 p.m.
Wednesday, November 6, 2019	– 9:00 a.m. to 5:00 p.m.
Thursday, November 7, 2019	– 9:00 a.m. to 5:00 p.m.
Friday, November 8, 2019	– 9:00 a.m. to 12:00 noon

The application lists will open from 11:45 a.m. to 12:00 noon on Friday, November 8, 2019, the last application day or such later time as described in the subsection headed "How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening and Closing of the Application Lists" in the Prospectus.

Applicants applying online through the **White Form eIPO** service may submit applications through the **White Form eIPO** service at www.eipo.com.hk from 9:00 a.m. on Wednesday, October 30, 2019 until 11:30 a.m. on Friday, November 8, 2019 (24 hours daily, except on the last application day) and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, November 8, 2019 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening and Closing of the Application Lists" in the Prospectus.

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

Wednesday, October 30, 2019	– 9:00 a.m. to 8:30 p.m.
Thursday, October 31, 2019	– 8:00 a.m. to 8:30 p.m.
Friday, November 1, 2019	– 8:00 a.m. to 8:30 p.m.
Saturday, November 2, 2019	– 8:00 a.m. to 1:00 p.m.
Monday, November 4, 2019	– 8:00 a.m. to 8:30 p.m.
Tuesday, November 5, 2019	– 8:00 a.m. to 8:30 p.m.
Wednesday, November 6, 2019	– 8:00 a.m. to 8:30 p.m.
Thursday, November 7, 2019	– 8:00 a.m. to 8:30 p.m.
Friday, November 8, 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 Wednesday, October 30, 2019 until 12:00 noon on Friday, November 8, 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 Friday, November 8, 2019, the last application day or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening and Closing of the Application Lists” in the Prospectus.

The application for the Hong Kong Public Offer Shares will commence on Wednesday, October 30, 2019 through Friday, November 8, 2019, being longer than normal market practice of four days. The application monies (including the brokerages, SFC transaction levies and Hong Kong Stock Exchange trading fees) will be held by the receiving banks on behalf of the Company and the refund monies, if any, will be returned to the applicants without interest on Thursday, November 14, 2019. Investors should be aware that the dealings in the Shares on the Hong Kong Stock Exchange are expected to commence on Friday, November 15, 2019.

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

Irrespective of whether a Downward Offer Price Adjustment is made, our Company expects to announce the final Offer Price, the level of indication 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 on Thursday, November 14, 2019 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the website of the Stock Exchange at www.hkexnews.hk and our Company’s website at www.sinicdc.com.

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, November 14, 2019 as described in the section “How to Apply for Hong Kong Offer Shares – 11. Publication of Results” in the Prospectus.

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\$4.25 per Offer Share (excluding brokerage of 1%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with “Structure of the Global Offering” in the Prospectus 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 Company will not issue temporary documents of title in respect of the Offer Shares. No receipt will be issued for application monies received. Share certificates will only become valid at 8:00 a.m. on Friday, November 15, 2019 provided that the Global Offering has become unconditional in all respects 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.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, November 15, 2019. The Shares will be traded in board lots of 1,000 Shares each. The stock code of the Shares is 2103.

By order of the Board of Directors
Sinic Holdings (Group) Company Limited
ZHANG Yuanlin
Chairman

Hong Kong, October 30, 2019

As at the date of this announcement, the Board of Directors of the Company comprises Mr. ZHANG Yuanlin, Mr. SHE Runting and Ms. TU Jing as executive Directors, and Mr. TAM Chi Choi, Mr. AU YEUNG Po Fung and Mr. LIU Xin as independent non-executive Directors.

This announcement is available for viewing on the website of the Company at www.sinicdc.com and the website of the Stock Exchange at www.hkexnews.hk. Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).