# ANNOUNCEMENT OF OFFER PRICE AND ALLOTMENT RESULTS

# SUMMARY

## **Offer Price**

• The final Offer Price has been determined at HK\$9.68 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%).

## Net Proceeds from the Global Offering

- Based on the Offer Price of HK\$9.68 per H Share, the net proceeds from the Global Offering to be received by the Company, after deduction of the underwriting commissions and other estimated expenses payable by the Company in connection with the Global Offering and assuming that the Over-allotment Option is not exercised, are estimated to be approximately HK\$1,072.9 million. The Company intends to apply such net proceeds in accordance with the purposes as set out in the section headed "*Net Proceeds from the Global Offering*" in this announcement.
- If the Over-allotment Option is exercised in full, the Company will receive additional net proceeds of approximately HK\$170.76 million for 18,280,200 H Shares to be issued upon the exercise of the Over-allotment Option.

## **Applications and Indications of Interest Received**

- A total of 9,524 valid applications have been received pursuant to the Hong Kong Public Offering on **WHITE** and **YELLOW** Application Forms, through giving **electronic application instructions** to HKSCC via CCASS and through the **White Form eIPO** service for a total of 16,761,000 Hong Kong Offer Shares, representing approximately 1.38 times of the total number of 12,187,200 Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering.
- The final number of Offer Shares under the Hong Kong Public Offering is 12,187,200 Offer Shares, representing approximately 10% of the total number of Offer Shares initially available under the Global Offering (assuming that the Over-allotment Option is not exercised). The Offer Shares initially offered under the Hong Kong Public Offering have been slightly over-subscribed. Accordingly, no clawback mechanism has been effected. 12,187,200 Offer Shares will be allotted and issued to the applicants under the Hong Kong Public Offering.

• The Offer Shares initially offered under the International Offering have been slightly over-subscribed. There were a total of 151 placees under the International Offering. The final number of Offer Shares allocated to the placees under the International Offering is 109,680,800 Offer Shares, representing approximately 90% of the total number of Offer Shares initially available under the Global Offering (assuming that the Over-allotment Option is not exercised). A total of 28 placees have been allotted two board lots of Offer Shares or less, representing approximately 18.54% of total number of placees under the International Offering. These placees have been allotted approximately 0.01% of the Offer Shares under the International Offering (assuming that the Over-allotment Option is not exercised).

## **Cornerstone Investors**

- Based on the Offer Price of HK\$9.68 per H Share, and pursuant to the cornerstone investment agreements among the Company, China International Capital Corporation Hong Kong Securities Limited and each of the Cornerstone Investors ("Cornerstone Investment Agreements"), respectively, (i) Zoomlion International Trading (H.K.) Co., Limited has subscribed for 24,069,000 Offer Shares, (ii) Changsha Changtou Industry Investment Co., Ltd.\* (長沙市長投產業投資有限公司) has subscribed for 22,922,700 Offer Shares, and (iii) Evergreen Commercial Company Limited\* (長青商務有限公司) has subscribed for 3,068,100 Offer Shares, in all totaling 50,059,800 Offer Shares, representing in aggregate (i) approximately 41.08% of the Offer Shares in issue upon completion of the Global Offering assuming that the Over-allotment Option is not exercised; and (ii) approximately 10.27% of the total issued share capital of the Company upon completion of the Global Offering assuming that the Over-allotment Option is not exercised. Please refer to the section headed "Cornerstone Investors" in the Prospectus for further details relating to the Cornerstone Investors.
- To the best knowledge of the Company, each of the Cornerstone Investors is independent of the Company, connected persons of the Company and their respective associates, and is not an existing Shareholder or its close associate. The Cornerstone Investors will acquire the Offer Shares pursuant to, and as part of, the International Offering. The Offer Shares subscribed for by the Cornerstone Investors will rank *pari passu* in all respects with the other fully paid Offer Shares in issue and will be counted towards the public float of the Company under Rule 8.08 of the Listing Rules. The Cornerstone Investors will not have any representation on the Board or become a substantial Shareholder upon completion of the Global Offering, and will not subscribe for any Offer Shares under the Global Offering other than pursuant to the Cornerstone Investment Agreements.

• Each of the Cornerstone Investors has agreed that it will not, whether directly or indirectly, at any time during the period of six months following the Listing Date (the "Lock-up Period"), dispose of any of the Offer Shares it has purchased pursuant to the Cornerstone Investment Agreements or any interest in any company or entity holding such H Shares, save for transfers to any of its wholly-owned subsidiaries who will be bound by the same obligations of such Cornerstone Investors, including the Lock-up Period restriction. With respect to their cornerstone investment, other than the Offer Shares agreed to allocate to them, none of the Cornerstone Investors have any preferential rights compared to other public investors in their respective Cornerstone Investment Agreements.

## **Placees with Consent under Paragraph 5(2) of the Placing Guidelines**

Under the International Offering, a total number of 13,941,900 Offer Shares were allocated to Hunan Caixin Industry Fund Management Co., Ltd.\* (湖南省財信產業基金管理有限公司) ("**Caixin Fund**"), an existing minority Shareholder, representing approximately (i) 12.71% of the Offer Shares initially available under the International Offering (assuming that the Overallotment Option is not exercised); (ii) 11.44% of the Offer Shares initially available under the Global Offering (assuming that the Overallotment Option is not exercised); and (iii) 2.86% of the total issued share capital of the Company following the completion of the Global Offering (assuming that the Overallotment Option is not exercised). See the section headed "International Offering — Placees with Consent under Paragraph 5(2) of the Placing Guidelines" for the details of allocation to Caixin Fund.

The Company has applied to the Hong Kong Stock Exchange for, and the Hong Kong Stock Exchange has granted the Company a waiver from strict compliance with Rule 10.04 of the Listing Rules and a consent under paragraph 5(2) of the Placing Guidelines for Equity Securities in Appendix 6 to the Listing Rules (the "**Placing Guidelines**") to permit the Company to allocate such Offer Shares to Caixin Fund, and the relevant allocations of Offer Shares are in compliance with all the conditions under the waiver and consent granted by the Hong Kong Stock Exchange. There is no restriction on disposal of the Offer Shares allocated to Caixin Fund.

### **Placees with Consent under Paragraph 5(1) of the Placing Guidelines**

Under the International Offering, 102,900 and 405,600 Offer Shares, respectively, (representing approximately 0.08% and 0.33%, of the Global Offering (assuming that the Over-allotment Option is not exercised)) respectively, were placed to Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP. Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP are of the same group of companies as Bradbury Securities Limited, a distributor under the International Offering (the "**Connected Distributor**"), Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP are therefore connected clients of the Connected Distributor.

The Company has applied to the Hong Kong Stock Exchange for, and the Hong Kong Stock Exchange has granted the Company the consent under paragraph 5(1) of the Placing Guidelines to permit the Company to allocate Offer Shares in the International Offering to Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP. Such Offer Shares will be held by Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP on a discretionary basis on behalf of independent third parties and are in compliance with all the conditions under the consent granted by the Hong Kong Stock Exchange. Please refer to the section headed "Placees with Consent under Paragraph 5(1) of the Placing Guidelines" below.

The Directors confirm to the best of their knowledge, information and belief, having made all reasonable enquiries, save as disclosed above, that no International Offer Shares have been allocated to placees who are (i) Directors or existing Shareholders; or (ii) core connected persons (as such term is defined in the Listing Rules) of the Company; or (iii) the close associates (as such term is defined in the Listing Rules) of (i) and/or (ii), whether in their own names or through nominees. Save as disclosed above, the International Offering is in compliance with the Placing Guidelines. Save as disclosed in this announcement and confirmed by the Directors, no Offer Shares placed by or through the Joint Global Coordinators, the Joint Bookrunners or the Underwriters under the Global Offering have been placed with any core connected person (as defined in the Listing Rules) of the Company or to any connected clients (as set out in paragraph 5(1) of the Placing Guidelines), or persons as set out in paragraph 5(2) of the Placing Guidelines, whether in their own names or through nominees. The Directors confirm that no subscription of the Offer Shares by the placees or the public has been financed directly or indirectly by any of the Directors, president, Supervisors, substantial Shareholders or existing Shareholders of the Company or any of its subsidiaries or their respective close associates, and none of the placees and the public who has subscribed for the Offer Shares is accustomed to taking instructions from any of the Directors, president, Supervisors, substantial Shareholders or existing Shareholders of the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of the H Shares registered in his/her/its name or otherwise held by him/her/it. The Directors confirm that (a) no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the completion of the Global Offering; (b) there will not be any new substantial Shareholder (as defined in the Listing Rules) immediately after the completion of the Global Offering; (c) the number of H Shares in public hands will satisfy the minimum percentage under Rule 8.08(1) of the Listing Rules as disclosed in the section headed "Public Float" below; (d) the three largest public Shareholders do not hold more than 50% of the H Shares in public hands at the time of Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules; and (e) there will be at least 300 Shareholders at the time of Listing in compliance with Rule 8.08(2) of the Listing Rules.

## **Over-allotment Option**

• In connection with the Global Offering, the Company has granted the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators on behalf of the International Underwriters at any time from the date of the International Underwriting Agreement until the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to issue and allot up to an aggregate of 18,280,200 additional Offer Shares, representing approximately 15% of the initial Offer Shares, at the same price per H Share under the International Offering. There has been an overallocation of 18,280,200 H Shares in the International Offering and such over-allocation will be settled by exercising the Over-allotment Option or by making purchases in the secondary market by the Stabilizing Manager that do not exceed the Offer Price or through deferred settlement or by a combination of these means. In the event the Over-allotment Option is exercised, an announcement will be made on the websites of the Company and the Hong Kong Stock Exchange at <u>www.bhome.com.cn</u> and <u>www.hkexnews.hk</u>. As of the date of this announcement, the Over-allotment Option has not been exercised.

## **Results of Allocations**

- The final Offer Price, the level of indications 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 are also published on Tuesday, November 5, 2019 on the websites of the Company and the Hong Kong Stock Exchange at <u>www.bhome.com.cn</u> and <u>www.hkexnews.hk</u>.
- The results of allocations of the Hong Kong Offer Shares under the Hong Kong Public Offering successfully applied for under the WHITE and YELLOW Application Forms and by giving electronic application instructions to HKSCC or through the designated White Form eIPO service, including the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants (where supplied) and the number of Hong Kong Offer Shares, successfully applied for, will be made available at the times and dates and in the manner specified below:
  - in the announcement to be posted on the Company's website at <u>www.bhome.com.cn</u> and the Hong Kong Stock Exchange's website at <u>www.hkexnews.hk</u> by no later than 9:00 a.m. on Tuesday, November 5, 2019;
  - from the designated results of allocations website at <u>www.iporesults.com.hk</u> (alternatively: English <u>https://www.eipo.com.hk/en/Allotment</u>; Chinese <u>https://www.eipo.com.hk/zh-hk/Allotment</u>) with a "search by ID" function on a 24hour basis from 8:00 a.m. on Tuesday, November 5, 2019 to 12:00 midnight on Monday, November 11, 2019;
  - by telephone enquiry line by calling +852 2862 8669 between 9:00 a.m. and 10:00 p.m. from Tuesday, November 5, 2019 to Friday, November 8, 2019;
  - in the special allocation results booklets which will be available for inspection during opening hours from Tuesday, November 5, 2019 to Thursday, November 7, 2019 at all the receiving bank designated branches.

## **Despatch/Collection of H Share Certificates/Refund Cheques**

• Applicants who applied for 1,000,000 Hong Kong Offer Shares or more on a **WHITE** Application Form or through the **White Form eIPO** service and who have been successfully or partially successfully allocated Hong Kong Offer Shares and are eligible to collect H Share certificates (where applicable) in person may collect H Share certificate(s) (where applicable) from the H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Tuesday, November 5, 2019.

- H Share certificate(s) for Hong Kong Offer Shares allocated to applicants who applied on a **WHITE** Application Form or through the **White Form eIPO** service which are either not available for personal collection or which are available but are not collected in person by 1:00 p.m. on Tuesday, November 5, 2019, are expected to be despatched by ordinary post to those entitled to them at their own risk on or before Tuesday, November 5, 2019.
- Wholly or partially successful applicants who applied on a **YELLOW** Application Form or who applied by giving **electronic application instructions** to HKSCC will have their H Share certificate(s) issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants who gave **electronic application instructions** on their behalf or as instructed by them in their **YELLOW** Application Form on Tuesday, November 5, 2019.
- Applicants who applied through a designated CCASS Participant (other than a CCASS Investor Participant) should check the number of Hong Kong Offer Shares allocated to them with that CCASS Participant.
- Applicants who applied for 1,000,000 Hong Kong Offer Shares or more on a **WHITE** or **YELLOW** Application Form and have provided all information required by their **WHITE** and **YELLOW** Application Forms may collect their refund cheque(s) (where applicable) from the H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Tuesday, November 5, 2019.
- Refund cheque(s) in respect of wholly or partially unsuccessful applications using **WHITE** or **YELLOW** Application Forms which are either not available for personal collection or which are available but are not collected in person by 1:00 p.m. on Tuesday, November 5, 2019, are expected to be despatched by ordinary post to those entitled at their own risk on or before Tuesday, November 5, 2019. No interest will be paid thereon.
- For applicants who applied through the **White Form eIPO** service and paid the application monies from a single bank account, refund monies (if any) will be despatched to their application payment account in the form of e-Refund payment instructions on Tuesday, November 5, 2019. For applicants who applied through the **White Form eIPO** service and paid the application monies from multiple bank accounts, refund monies (if any) will be despatched to the addresses specified on their **White Form eIPO** applications in the form of refund cheque(s) by ordinary post at their own risk on or before Tuesday, November 5, 2019.
- Refund monies (if any) for applicants who have applied by giving **electronic application instructions** to HKSCC via CCASS are expected to be credited to the relevant applicants' designated bank accounts or the designated bank account of their broker or custodian on Tuesday, November 5, 2019. No interest will be paid thereon.

- H Share certificate(s) will only become valid at 8:00 a.m. on the Listing Date which is expected to be Wednesday, November 6, 2019 provided that the Global Offering has become unconditional in all respects at or before that time 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.
- The Company will not issue any temporary documents of title in respect of the Hong Kong Offer Shares. No receipt will be issued for application monies received.

## **Commencement of Dealings**

• Dealings in the H Shares on the Main Board of the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, November 6, 2019. The H Shares will be traded in board lots of 300 H Shares each. The stock code of the H Shares is 2163.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the H Shares could move substantially even with a small number of H Shares traded, and should exercise extreme caution when dealing in the H Shares.

## **OFFER PRICE**

The final Offer Price has been determined at HK\$9.68 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%).

## NET PROCEEDS FROM THE GLOBAL OFFERING

Based on the Offer Price of HK\$9.68 per H Share, the net proceeds from the Global Offering to be received by the Company, after deduction of the underwriting commissions and other estimated expenses payable by the Company in connection with the Global Offering and assuming that the Over-allotment Option is not exercised, are estimated to be approximately HK\$1,072.9 million. The Company intends to apply such net proceeds for the following purposes:

- approximately 45% of the net proceeds, or approximately HK\$482.8 million, for expanding the Company's PC unit manufacturing business;
  - (i) approximately 36%, or HK\$386.2 million, for establishing wholly-owned regional production centers in key strategic regions, which includes expanding the Company's production capacity into provincial capital cities, such as Wuhan, Jinan and Zhengzhou; and
  - (ii) approximately 9%, or HK\$96.6 million, for expanding the Company's factories and upgrading its equipment in existing regional production centers so as to further enhance its production capacity as well as production efficiency of PC units in the regions where its existing regional production centers are located, and maintain or even improve its market shares in these regions.

- approximately 20% of the net proceeds, or approximately HK\$214.6 million, for expansion in overseas markets and establishing technology and production centers targeting overseas markets.
- approximately 15% of the net proceeds, or approximately HK\$160.9 million, for developing and expanding the Company's intelligent equipment business, including PC equipment manufacturing, construction equipment manufacturing and other equipment business, so as to further increase the market share of the Company's intelligent equipment business.
- approximately 10% of the net proceeds, or approximately HK\$107.3 million, for developing and establishing an intelligent service platform in the prefabricated construction industry.
- approximately 10% of the net proceeds, or approximately HK\$107.3 million, for working capital and other general corporate purposes.

If the Over-allotment Option is exercised in full, the Company will receive additional net proceeds of approximately HK\$170.76 million for 18,280,200 H Shares to be issued upon the exercise of the Over-allotment Option.

For further information, please refer to the section headed "Future Plans and Use of Proceeds" in the Prospectus.

## **APPLICATIONS AND INDICATIONS OF INTEREST RECEIVED**

The Company announces that at the close of the application lists at 12:00 noon on Tuesday, October 29, 2019, a total of 9,524 valid applications have been received pursuant to the Hong Kong Public Offering on **WHITE** and **YELLOW** Application Forms, through giving **electronic application instructions** to HKSCC via CCASS and through the **White Form eIPO** service for a total of 16,761,000 Hong Kong Offer Shares, representing approximately 1.38 times of the total number of 12,187,200 Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering.

- 9,515 valid applications in respect of a total of 10,461,000 Hong Kong Offer Shares were for the Hong Kong Public Offering with an aggregate subscription amount based on the Maximum Offer Price of HK\$12.48 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%) of HK\$5 million or less, representing approximately 1.72 times of the 6,093,600 Hong Kong Offer Shares initially comprised in Pool A; and
- Nine valid applications in respect of a total of 6,300,000 Hong Kong Offer Shares were for the Hong Kong Public Offering with an aggregate subscription amount based on the Maximum Offer Price of HK\$12.48 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%) of more than HK\$5 million, representing approximately 1.03 times of the 6,093,600 Hong Kong Offer Shares initially comprised in Pool B.

No application has been identified and rejected for not being completed in accordance with the instructions set out in the Application Forms. Four multiple or suspected multiple applications have been identified and rejected. No application has been rejected due to bounced cheques. No application for more than 6,093,600 Hong Kong Offer Shares (being 50% of the Hong Kong Offer Shares initially available under the Hong Kong Public Offering) has been identified.

The final number of Offer Shares under the Hong Kong Public Offering is 12,187,200 Offer Shares, representing approximately 10% of the total number of Offer Shares initially available under the Global Offering (assuming that the Over-allotment Option is not exercised). The Offer Shares initially offered under the Hong Kong Public Offering have been slightly over-subscribed. Accordingly, no clawback mechanism has been effected. 12,187,200 Offer Shares will be allotted and issued to the applicants under the Hong Kong Public Offering.

The Hong Kong Offer Shares offered in the Hong Kong Public Offering were conditionally allocated on the basis set out in the paragraph headed "*Basis of allocation under the Hong Kong Public Offering*" below.

## **INTERNATIONAL OFFERING**

The Offer Shares initially offered under the International Offering have been slightly oversubscribed. There were a total of 151 placees under the International Offering. The final number of Offer Shares allocated to the placees under the International Offering is 109,680,800 Offer Shares, representing approximately 90% of the total number of Offer Shares initially available under the Global Offering (assuming that the Over-allotment Option is not exercised). A total of 28 placees have been allotted two board lots of Offer Shares or less, representing approximately 18.54% of total number of placees under the International Offering. These placees have been allotted approximately 0.01% of the Offer Shares under the International Offering (assuming that the Overallotment Option is not exercised).

## **Cornerstone Investors**

Based on the Offer Price of HK\$9.68 per H Share, and pursuant to the Cornerstone Investment Agreements, (i) Zoomlion International Trading (H.K.) Co., Limited has subscribed for 24,069,000 Offer Shares, (ii) Changsha Changtou Industry Investment Co., Ltd.\* (長沙市長投產業投資有 限公司) has subscribed for 22,922,700 Offer Shares, and (iii) Evergreen Commercial Company Limited\* (長青商務有限公司) has subscribed for 3,068,100 Offer Shares, in all totaling 50,059,800 Offer Shares, representing in aggregate (i) approximately 41.08% of the Offer Shares in issue upon completion of the Global Offering assuming that the Over-allotment Option is not exercised; and (ii) approximately 10.27% of the total issued share capital of the Company in issue upon completion of the Global Offering assuming that the Over-allotment Option is not exercised. Please refer to the section headed "*Cornerstone Investors*" in the Prospectus for further details relating to the Cornerstone Investors.

To the best knowledge of the Company, each of the Cornerstone Investors is independent of the Company, connected persons of the Company and their respective associates, and is not an existing Shareholder or its close associate. The Cornerstone Investors will acquire the Offer Shares pursuant to, and as part of, the International Offering. The Offer Shares subscribed for by the Cornerstone Investors will rank *pari passu* in all respects with the other fully paid Offer Shares in issue and will be counted towards the public float of the Company under Rule 8.08 of the Listing Rules. The Cornerstone Investors will not have any representation on the Board or become a substantial Shareholder upon completion of the Global Offering, and will not subscribe for any Offer Shares under the Global Offering other than pursuant to the Cornerstone Investment Agreements.

Each of the Cornerstone Investors has agreed that it will not, whether directly or indirectly, at any time during the period of six months following the Listing Date (the "Lock-up Period"), dispose of any of the Offer Shares it has purchased pursuant to the Cornerstone Investment Agreements or any interest in any company or entity holding such H Shares, save for transfers to any of its wholly-owned subsidiaries who will be bound by the same obligations of such Cornerstone Investors, including the Lock-up Period restriction. With respect to their cornerstone investment, other than the Offer Shares agreed to allocate to them, none of the Cornerstone Investors have any preferential rights compared to other public investors in their respective Cornerstone Investment Agreements.

Cornerstone Investor	Investment amount	Number of Offer Shares subscribed for <sup>(1)</sup>	Approximate percentage of the International Offer Shares (assuming that Over- allotment Option is not exercised)	Approximate percentage of the International Offer Shares (assuming that Over- allotment Option is exercised in full)	Approximate percentage of the Offer Shares (assuming that Over- allotment Option is not exercised)	Approximate percentage of the Offer Shares (assuming that Over- allotment Option is exercised in full)	Approximate percentage of total issued share capital of the Company immediately following completion of the Global Offering (assuming that Over- allotment Option is not exercised)	Approximate percentage of total issued share capital of the Company immediately following completion of the Global Offering (assuming that Over- allotment Option is exercised in full)
Zoomlion International Trading (H.K.) Co., Limited	RMB210.00 million (equivalent to approximately HK\$232.99 million)	24,069,000	21.94%	18.81%	19.75%	17.17%	4.94%	4.76%
Changsha Changtou Industry Investment Co., Ltd.* (長沙市長投 產業投資有限公司)	RMB200.00 million (equivalent to approximately HK\$221.89 million)	22,922,700	20.90%	17.91%	18.81%	16.36%	4.70%	4.53%
Evergreen Commercial Company Limited* (長青商務有限公司)	million <sup>(2)</sup>	3,068,100	2.80%	2.40%	2.52%	2.19%	0.63%	0.61%

(1) The number of Offer Shares for Zoomlion International Trading (H.K.) Co., Limited and Changsha Changtou Industry Investment Co., Ltd. is calculated based on the exchange rate of HK\$1 to RMB0.90133.

(2) pursuant to the cornerstone investment agreement with Evergreen Commercial Company Limited, the investment amount (including the brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee) is HK\$30.00 million.

Please refer to the section headed "*Cornerstone Investors*" in the Prospectus for further details relating to the Cornerstone Investors.

## Placees with Consent under Paragraph 5(2) of the Placing Guidelines

Certain Offer Shares were placed to an existing minority Shareholder within the meaning of the Placing Guidelines, detail of which is set out below:

Placee	Number of Offer Shares placed	Approximate % of the International Offer Shares*	Approximate % of the Offer Shares*	Approximate % of the total issued share capital of the Company following the completion of the Global Offering*
Caixin Fund	13,941,900	12.71%	11.44%	2.86%

\* Assuming that the Over-allotment Option is not exercised.

The Company has applied to the Hong Kong Stock Exchange for, and the Hong Kong Stock Exchange has granted the Company a waiver from strict compliance with Rule 10.04 of the Listing Rules and a consent under paragraph 5(2) of the Placing Guidelines to permit the Company to allocate such Offer Shares to Caixin Fund, and the relevant allocations of Offer Shares are in compliance with all the conditions under the waiver and consent granted by the Hong Kong Stock Exchange. There is no restriction on disposal of the Offer Shares allocated to Caixin Fund.

#### **Placees with Consent under Paragraph 5(1) of the Placing Guidelines**

Certain Offer Shares were placed to Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP, two connected clients of the Connected Distributor within the meaning of the Placing Guidelines, detail of which is set out below:

Connected Distributor	Placees	Number of Shares placed	Approximate percentage of the Offer Shares initially available under the Global Offering*	Approximate percentage of the total issued share capital of the Company immediately following the completion of the Global Offering*	Relationship with the Connected Distributor
Bradbury Securities Limited	Bradbury Global Asset S3 Fund	102,900	0.08%	0.02%	Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP
	Bradbury Global Opportunity Fund SP	405,600	0.33%	0.08%	are of the same group of companies as the Connected Distributor

\* Assuming that the Over-allotment Option is not exercised

The Company has applied to the Hong Kong Stock Exchange for, and the Hong Kong Stock Exchange has granted the Company the consent under paragraph 5(1) of the Placing Guidelines to permit the Company to allocate Offer Shares in the International Offering to Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP. Such Offer Shares will be held by Bradbury Global Asset S3 Fund and Bradbury Global Opportunity Fund SP on a discretionary basis on behalf of independent third parties and are in compliance with all the conditions under the consent granted by the Hong Kong Stock Exchange.

The Directors confirm to the best of their knowledge, information and belief, having made all reasonable enquiries, save as disclosed above, that no International Offer Shares have been allocated to placees who are (i) Directors or existing Shareholders; or (ii) core connected persons (as such term is defined in the Listing Rules) of the Company; or (iii) the close associates (as such term is defined in the Listing Rules) of (i) and/or (ii), whether in their own names or through nominees. Save as disclosed above, the International Offering is in compliance with the Placing Guidelines. Save as disclosed in this announcement and confirmed by the Directors, no Offer Shares placed by or through the Joint Global Coordinators, the Joint Bookrunners or the Underwriters under the Global Offering have been placed with any core connected person (as defined in the Listing Rules) of the Company or to any connected clients (as set out in paragraph 5(1) of the Placing Guidelines), or persons as set out in paragraph 5(2) of the Placing Guidelines, whether in their own names or through nominees. The Directors confirm that no subscription of the Offer Shares by the placees or the public has been financed directly or indirectly by any of the Directors, president, Supervisors, substantial Shareholders or existing Shareholders of the Company or any of its subsidiaries or their respective close associates, and none of the placees and the public who has subscribed for the Offer Shares is accustomed to taking instructions from any of the Directors, president, Supervisors, substantial Shareholders or existing Shareholders of the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of the H Shares registered in his/her/its name or otherwise held by him/her/it. The Directors confirm that (a) no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the completion of the Global Offering; (b) there will not be any new substantial Shareholder (as defined in the Listing Rules) immediately after the completion of the Global Offering; (c) the number of H Shares in public hands will satisfy the minimum percentage under Rule 8.08(1) of the Listing Rules as disclosed in the section headed "Public Float" below; (d) the three largest public Shareholders do not hold more than 50% of the H Shares in public hands at the time of Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules; and (e) there will be at least 300 Shareholders at the time of Listing in compliance with Rule 8.08(2) of the Listing Rules.

### **Over-allotment Option**

In connection with the Global Offering, the Company has granted the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators on behalf of the International Underwriters at any time from the date of the International Underwriting Agreement until the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to issue and allot up to an aggregate of 18,280,200 additional Offer Shares, representing approximately 15% of the initial Offer Shares, at the same price per H Share under the International Offering to cover, among other things, over allocations (if any) in the International Offering and such over-allocation will be settled by exercising the Over-allotment Option or by making purchases by the Stabilizing Manager in the secondary market that do not exceed the Offer Price

or through deferred settlement or by a combination of these means. In the event the Over-allotment Option is exercised, an announcement will be made on the websites of the Company and the Hong Kong Stock Exchange at <u>www.bhome.com.cn</u> and <u>www.hkexnews.hk</u>. As of the date of this announcement, the Over-allotment Option has not been exercised.

# BASIS OF ALLOCATION UNDER THE HONG KONG PUBLIC OFFERING

Subject to the satisfaction of the conditions set out in the section headed "*Structure of the Global Offering* — *Conditions of the Hong Kong Public Offering*" in the Prospectus, valid applications made by the public on **WHITE** and **YELLOW** Application Forms and through giving **electronic application instructions** to HKSCC via CCASS and to the White Form eIPO Service Provider under the **White Form eIPO** service will be conditionally allocated on the basis set out below:

			Approximate
			percentage
			allotted of
No. of			the total
Shares	No. of valid		no. of Shares
applied for	applications	<b>Basis of allotment/ballot</b>	applied for

#### POOL A

300	6,936	300 Shares	100.00%
600	972	300 Shares plus 395 out of 972 to receive additional 300 Shares	70.32%
900	455	600 Shares	66.67%
1,200	192	600 Shares plus 100 out of 192 to receive additional 300 Shares	63.02%
1,500	165	900 Shares	60.00%
1,800	67	900 Shares plus 35 out of 67 to receive additional 300 Shares	58.71%
2,100	49	1,200 Shares	57.14%
2,400	33	1,200 Shares plus 17 out of 33 to receive additional 300 Shares	56.44%
2,700	22	1,500 Shares	55.56%
3,000	252	1,500 Shares plus 75 out of 252 to receive additional 300 Shares	52.98%
4,500	63	2,100 Shares	46.67%
6,000	46	2,700 Shares	45.00%
7,500	48	3,300 Shares	44.00%
9,000	33	3,900 Shares	43.33%
10,500	17	4,500 Shares	42.86%
12,000	36	5,100 Shares	42.50%
13,500	7	5,700 Shares	42.22%
15,000	73	6,300 Shares	42.00%
30,000	25	12,300 Shares	41.00%
45,000	7	18,300 Shares	40.67%
60,000	4	24,300 Shares	40.50%
75,000	2	30,300 Shares	40.40%
90,000	1	36,300 Shares	40.33%

No. of Shares applied for	No. of valid applications	Basis of allotment/ballot	percentage allotted of the total no. of Shares applied for
105,000	4	42,300 Shares	40.29%
120,000	3	48,300 Shares	40.25%
150,000	3	60,300 Shares	40.20%
	9,515		
POOL B			
450,000	4	435,600 Shares	96.80%
600,000	2	580,500 Shares	96.75%
750,000	1	725,400 Shares	96.72%
1,200,000	1	1,160,100 Shares	96.68%
1,350,000	1	1,304,700 Shares	96.64%
	9		

Approximate

The final number of Offer Shares comprising the Hong Kong Public Offering is 12,187,200 Offer Shares, representing approximately 10% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option).

# **RESULTS OF ALLOCATIONS**

The results of allocations of the Hong Kong Offer Shares under the Hong Kong Public Offering successfully applied for under **WHITE** and **YELLOW** Application Forms and by giving **electronic application instructions** to HKSCC or through the designated **WHITE Form eIPO** service, including the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants (where supplied) and the number of the Hong Kong Offer Shares successfully applied for, will be made available at the times and dates and in the manner specified below:

- in the announcement to be posted on the Company's website at <u>www.bhome.com.cn</u> and the Hong Kong Stock Exchange's website at <u>www.hkexnews.hk</u> by no later than 9:00 a.m. on Tuesday, November 5, 2019;
- designated allocations website www.iporesults.com.hk from the results of at • (alternatively: English https://www.eipo.com.hk/en/Allotment; Chinese https://www.eipo.com.hk/zh-hk/Allotment) with a "search by ID" function on a 24-hour basis from 8:00 a.m. on Tuesday, November 5, 2019 to 12:00 midnight on Monday, November 11, 2019;

- by telephone enquiry line by calling +852 2862 8669 between 9:00 a.m. and 10:00 p.m. from Tuesday, November 5, 2019 to Friday, November 8, 2019;
- in the special allocation results booklets which will be available for inspection during opening hours from Tuesday, November 5, 2019 to Thursday, November 7, 2019 at all the receiving bank designated branches.

<b>Bank of China</b>	(Hong	Kong)	Limited
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District	Branch Name	Address
Hong Kong Island	Lee Chung Street Branch	29–31 Lee Chung Street,
		Chai Wan, Hong Kong
	409 Hennessy Road Branch	409-415 Hennessy Road,
		Wan Chai, Hong Kong
New Territories	City One Sha Tin Branch	Shop Nos. 24–25,
		G/F, Fortune City One Plus,
		No. 2 Ngan Shing Street, Sha Tin,
		New Territories
	Tseung Kwan O Plaza	Shop 112–125, Level 1,
	Branch	Tseung Kwan O Plaza,
		Tseung Kwan O, New Territories
	Texaco Road Branch	Shop A112, East Asia Gardens,
		36 Texaco Road,
		Tsuen Wan, New Territories

### CMB Wing Lung Bank Limited

District	Branch Name	Address
Hong Kong Island	Head Office Kennedy Town Branch Aberdeen Branch Central District Branch	<ul><li>45 Des Voeux Road Central</li><li>28 Catchick Street</li><li>201 Aberdeen Main Road</li><li>189 Des Voeux Road Central</li></ul>
Kowloon	Mongkok Branch	B/F CMB Wing Lung Bank Centre, 636 Nathan Road

The final Offer Price, the indications of level of interests 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 are also published on Tuesday, November 5, 2019 on the Company's website at **www.bhome.com.cn** and the website of the Hong Kong Stock Exchange at **www.hkexnews.hk**.

## SHAREHOLDING CONCENTRATION ANALYSIS

Set out below is the analysis of shareholding concentration in the International Offering and immediately following the Global Offering:

## Top 1, 5, 10 and 25 placees in the International Offering

		Subscription	Subscription					
		as % of	as % of	Subscription	Subscription			
		International	International	as % of total	as % of total			
		Offer Shares	Offer Shares	Offer Shares	Offer Shares		% of	% of
		initially available	initially available	initially available	initially available		the Company's	the Company's
		under the	under the	under the	under the		enlarged total	enlarged total
		<b>Global Offering</b>	<b>Global Offering</b>	<b>Global Offering</b>	<b>Global Offering</b>		issued capital	issued capital
	Subscription	(assuming no	(assuming full	(assuming no	(assuming full	Shares held	(assuming no	(assuming full
	in the	exercise of the	exercise of the	exercise of the	exercise of the	immediately	exercise of the	exercise of the
	International	Over-allotment	Over-allotment	Over-allotment	Over-allotment	following the	Over-allotment	Over-allotment
Placee	Offering	Option)	Option)	Option)	Option)	Global Offering	Option)	Option)
Top 1	24,069,000	21.94%	18.81%	19.75%	17.17%	24,069,000	4.94%	4.76%
Top 5	83,304,900	75.95%	65.10%	68.36%	59.44%	83,304,900	17.09%	16.47%
Top 10	100,779,900	91.88%	78.76%	82.70%	71.91%	100,779,900	20.67%	19.93%
Top 25	123,443,000	112.55%	96.47%	101.29%	88.08%	123,443,000	25.32%	24.41%

## Top 1, 5, 10 and 25 holders of the Offer Shares in the Global Offering

		Subscription	Subscription					
		as % of	as % of	Subscription	Subscription			
		International	International	as % of total	as % of total			
		Offer Shares	Offer Shares	Offer Shares	Offer Shares		% of	% of
		initially available	initially available	initially available	initially available		the Company's	the Company's
		under the	under the	under the	under the		enlarged total	enlarged total
		<b>Global Offering</b>	<b>Global Offering</b>	<b>Global Offering</b>	<b>Global Offering</b>		issued capital	issued capital
		(assuming no	(assuming full	(assuming no	(assuming full	Shares held	(assuming no	(assuming full
	Subscription	exercise of the	exercise of the	exercise of the	exercise of the	immediately	exercise of the	exercise of the
	in the	Over-allotment	Over-allotment	Over-allotment	Over-allotment	following the	Over-allotment	Over-allotment
Shareholder	Global Offering	Option)	Option)	Option)	Option)	Global Offering	Option)	Option)
Top 1	24,069,000	21.94%	18.81%	19.75%	17.17%	24,069,000	4.94%	4.76%
Top 5	83,304,900	75.95%	65.10%	68.36%	59.44%	83,304,900	17.09%	16.47%
Top 10	100,779,900	91.88%	78.76%	82.70%	71.91%	100,779,900	20.67%	19.93%
Top 25	124,498,400	113.51%	97.29%	102.16%	88.83%	124,498,400	25.54%	24.62%

## Top 1, 5, 10 and 25 Shareholders upon Listing

		Subscription	Subscription					
		as % of	as % of	Subscription	Subscription			
		International	International	as % of total	as $\%$ of total			
		Offer Shares	Offer Shares	Offer Shares	Offer Shares		% of	% of
		initially available	initially available	initially available	initially available		the Company's	the Company's
		under the	under the	under the	under the		enlarged total	enlarged total
		<b>Global Offering</b>	<b>Global Offering</b>	<b>Global Offering</b>	<b>Global Offering</b>		issued capital	issued capital
		(assuming no	(assuming full	(assuming no	(assuming full	Shares held	(assuming no	(assuming full
	Subscription	exercise of the	exercise of the	exercise of the	exercise of the	immediately	exercise of the	exercise of the
	in the	Over-allotment	Over-allotment	Over-allotment	Over-allotment	following the	Over-allotment	Over-allotment
Shareholder	Global Offering	Option)	Option)	<b>Option</b> )	Option)	Global Offering	Option)	Option)
Top 1	_	0.00%	0.00%	0.00%	0.00%	171,507,840	35.18%	33.91%
Top 5	46,991,700	42.84%	36.72%	38.56%	33.53%	310,079,700	63.61%	61.31%
Top 10	83,304,900	75.95%	65.10%	68.36%	59.44%	377,652,900	77.47%	74.67%
Top 25	94,643,700	86.29%	73.96%	77.66%	67.53%	449,003,700	92.11%	88.78%

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the H Shares could move substantially even with a small number of H Shares traded, and should exercise extreme caution when dealing in the H Shares.