

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated Tuesday, December 3, 2019 (the “**Prospectus**”) issued by Renrui Human Resources Technology Holdings 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 the shares or other 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 does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States, nor is this announcement an offer of Shares for sale in the United States. The Offer 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 law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. There will not be and is not currently intended to be any public offering of securities of the Company in the United States.

In connection with the Global Offering, BNP Paribas Securities (Asia) Limited, as the Stabilizing Manager, its affiliates or any person acting for it, on behalf of the Underwriters, to the extent permitted by the applicable laws and regulatory requirements of Hong Kong or elsewhere, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Shares at such prices, in such amounts and in such manner as the Stabilizing Manager, its affiliates or any person acting for it, may determine and at a level higher than that which might otherwise prevail in the open market for a limited period beginning on the commencement of trading of the Shares on the Stock Exchange and expected to end on Sunday, January 5, 2020, being the 30th day after the last day for lodging of applications under the Hong Kong Public Offering. 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, may be discontinued at any time at the Stabilizing Manager’s sole discretion and in any event, within 30 days from the last day for 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 (Chapter 571 of the Laws of Hong Kong). The detail of the intended stabilization and how it will be regulated under the Securities and Futures Ordinance are set forth in the section headed “Structure and Conditions of the Global Offering” in the Prospectus.

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which is expected to begin on the Listing Date and to expire on Sunday, January 5, 2020, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, and demand for the Shares and the price of the Shares could fall.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions as set out in the Prospectus and the related Application Forms.



Renrui Human Resources Technology Holdings Limited
人瑞人才科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Global Offering

- Number of Offer Shares under the Global Offering** : 38,000,000 Shares (subject to the Over-allotment Option)
- Number of Hong Kong Offer Shares** : 3,800,000 Shares (subject to reallocation)
- Number of International Offer Shares** : 34,200,000 Shares (subject to reallocation and the Over-allotment Option)
- Maximum Offer Price** : HK\$28.90 per Share, plus brokerage of 1%, SFC transaction levy of 0.0027%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
- Nominal value** : US\$0.00005 per Share
- Stock Code** : 6919

Sole Sponsor



BNP PARIBAS

Joint Global Coordinators



BNP PARIBAS

UOB KayHian

Joint Bookrunners and Joint Lead Managers



BNP PARIBAS

UOB KayHian



An application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, (i) the Shares in issue (including the Preferred Shares to be converted into the Shares upon the Listing); (ii) the Shares to be issued pursuant to the Global Offering (including any additional Shares which may be issued pursuant to the exercise of the Over-allotment Option); and (iii) the Shares that may be issued upon the exercise of the options which have been or may be granted under the Share Option Schemes and any Shares which may be issued upon the grant of the Awards under the Post-IPO Share Award Scheme. Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. on Friday, December 13, 2019, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, December 13, 2019. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.renruih.com and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offering of initially 3,800,000 Shares, representing 10% of the total number of Offer Shares initially being offered in the Global Offering (subject to reallocation), and the International Offering of initially 34,200,000 Shares, representing 90% of the total number of Offer Shares initially being offered in the Global Offering (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 and Conditions of the Global Offering — The Hong Kong Public Offering — Reallocation" in the Prospectus.

In particular, the Joint Global Coordinators may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such reallocation is done in the circumstance that (i) the International Offering is undersubscribed and the Hong Kong Public Offering is fully subscribed or oversubscribed irrespective of the number of times; or (ii) when the International Offering is fully subscribed or oversubscribed and the Hong Kong Public Offering is oversubscribed by less than 15 times, the total number of Offer Shares available under the Hong Kong Public Offering following such reallocation shall not be more than 7,600,000 Offer Shares (representing two times the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering and 20% of the total number of Offer Shares initially available under the Global Offering) and the final Offer Price shall be fixed at HK\$26.60 (being the bottom end of the Offer Price range stated in the Prospectus).

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Stabilizing Manager (on behalf of the International Underwriters), at any time from the Listing Date until 30 days from the last day for lodging applications under the Hong Kong Public Offering to require the Company to allot and issue up to an aggregate of 5,700,000 Offer Shares, representing 15% of the total number of the Offer Shares initially available under the Global Offering, at the Offer Price under the International Offering to cover over-allocations in the International Offering, if any. If the Over-allotment Option is exercised, an announcement will be made by the Company.

The Offer Price will not be more than HK\$28.90 per Offer Share and is expected to be not less than HK\$26.60 per Offer Share unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, upon application, the maximum indicative Offer Price of HK\$28.90 for each Offer Share together with a brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the final Offer Price is less than HK\$28.90 per Offer Share.

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 any other date as 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 enabling the 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.

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, the IPO App and the designated website (www.hkeipo.hk) for the HK eIPO White Form Service.

Applicants who would like to be allocated the Hong Kong Offer Shares registered in their own names should complete and sign the **WHITE** Application Forms or submit applications online through the **IPO App** or the designated website of the **HK eIPO White Form Service Provider** at www.hkeipo.hk under the **HK eIPO White Form** service. Applicants who would like to have the allocated Hong Kong Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** Application Forms, copies of which, together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Tuesday, December 3, 2019 until 12:00 noon on Friday, December 6, 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or their stockbroker, who may have such Application Forms and Prospectus available; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours between 9:00 a.m. on Tuesday, December 3, 2019 until 12:00 noon on Friday, December 6, 2019 from:

1. any of the following offices of the Hong Kong Underwriters:

BNP Paribas Securities (Asia) Limited	62/F, Two International Finance Centre 8 Finance Street Central Hong Kong
UOB Kay Hian (Hong Kong) Limited	6/F, Harcourt House 39 Gloucester Road Hong Kong
CMB International Capital Limited	45/F, Champion Tower 3 Garden Road Central Hong Kong

First Shanghai Securities Limited	19/F, Wing On House 71 Des Voeux Road Central Hong Kong
Haitong International Securities Company Limited	22/F, Li Po Chun Chambers 189 Des Voeux Road Central Hong Kong

2. any of the following branches of the receiving bank, Bank of China (Hong Kong) Limited:

	Branch Name	Address
Hong Kong Island	King's Road Branch	131-133 King's Road, North Point, Hong Kong
Kowloon	Mei Foo Mount Sterling Mall Branch	Shop N47-49, G/F, Mount Sterling Mall, Mei Foo Sun Chuen, Kowloon
	Olympian City Branch	Shop 133, 1/F, Olympian City 2, 18 Hoi Ting Road, Kowloon
New Territories	Shatin Branch	Shop 20, Level 1, Lucky Plaza, 1-15 Wang Pok Street, Sha Tin, 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 Tuesday, December 3, 2019 until 12:00 noon on Friday, December 6, 2019 from (i) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or (ii) your stockbroker who may have the **YELLOW** Application Forms and printed copies of 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 payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — RENRUI HUMAN RESOURCES PUBLIC OFFER**" for the payment attached and marked, should be securely stapled and deposited in the special collection boxes provided at any of the branches of the receiving bank referred to above on the following dates during the following times:

Tuesday, December 3, 2019 — 9:00 a.m. to 5:00 p.m.
Wednesday, December 4, 2019 — 9:00 a.m. to 5:00 p.m.
Thursday, December 5, 2019 — 9:00 a.m. to 5:00 p.m.
Friday, December 6, 2019 — 9:00 a.m. to 12:00 noon

Applicants applying via the **HK eIPO White Form** may submit their applications through the **IPO App** or the designated website at www.hkeipo.hk from 9:00 a.m. on Tuesday, December 3, 2019 until 11:30 a.m. on Friday, December 6, 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, December 6, 2019 (or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. 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 on the following dates:⁽¹⁾

Tuesday, December 3, 2019 — 9:00 a.m. to 8:30 p.m.
Wednesday, December 4, 2019 — 8:00 a.m. to 8:30 p.m.
Thursday, December 5, 2019 — 8:00 a.m. to 8:30 p.m.
Friday, December 6, 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 Tuesday, December 3, 2019 until 12:00 noon on Friday, December 6, 2019 (24 hours daily, except on Friday, December 6, 2019, the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, December 6, 2019, the last application day (or such later date as may apply in case of certain bad weather conditions as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather and/or Extreme Conditions on the Opening of the Application Lists” in the Prospectus).

Please refer to the sections headed “Structure and Conditions 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.

The Company expects to publish the announcement on the final Offer Price, the level of applications in the Hong Kong Public Offering, the level of indications of interest in the International Offering and the basis of allocation of the Hong Kong Offer Shares on Thursday, December 12, 2019 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the website of the Company at www.renruhr.com and the website of the Stock Exchange at www.hkexnews.hk.

The Offer Price is expected to be fixed by the Price Determination Agreement between the Joint Global Coordinators (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 Friday, December 6, 2019 or such later date as agreed between the Joint Global Coordinators (for themselves and on behalf of the Underwriters) and the Company, and shall be, in any event, not later than Thursday, December 12, 2019. If, for any reason, the Offer Price is not agreed by Thursday, December 12, 2019, the Global Offering will not proceed and will lapse. Notice of the lapse of the Hong Kong Public Offering will be published by the Company in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.renruhr.com on the next day following such lapse. Results of allocations of the Hong Kong Public Offering, the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be made available through a variety of channels on Thursday, December 12, 2019 as described in the section headed “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 per Offer Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee payable thereon) paid on application, or if the conditions of the Hong Kong Public Offering as set out in the section headed “Structure and

Conditions of the Global Offering — The Hong Kong Public Offering” in the Prospectus are not satisfied or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and 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 Shares or receipt for application monies paid. Share certificates will only become valid documents of title 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, which is expected to be at 8:00 a.m. on Friday, December 13, 2019 (Hong Kong time).

Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. on Friday, December 13, 2019 (Hong Kong time), dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Friday, December 13, 2019 (Hong Kong time). The Shares will be traded in board lots of 100 Shares each. The stock code of the Shares is 6919.

By order of the board of directors of
Renrui Human Resources Technology Holdings Limited
Zhang Jianguo
Chairman, executive Director and Chief Executive Officer

Hong Kong, December 3, 2019

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Jianguo, Mr. Zhang Feng and Ms. Zhang Jianmei; the non-executive directors of the Company are Mr. Chen Rui and Mr. Chow Siu Lui; and the independent non-executive directors of the Company are Ms. Chan Mei Bo Mabel, Mr. Shen Hao and Mr. Leung Ming Shu.

This announcement is available for viewing on the Company’s website at www.renruih.com and the website of the Stock Exchange at www.hkexnews.hk.