

Unless otherwise defined herein, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 30 December 2020 (the “Prospectus”) issued by Legion Consortium Limited (the “Company”).

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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares or other securities of the Company. Prospective investors should read the Prospectus for detailed information about the Company and the Share Offer 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 or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or any other jurisdiction. 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 other securities law in the United States and may not be offered, sold, pledged or transferred within the United States or to, or for the account or benefit of, U.S. persons, except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There is and will be no public offer of securities of the Company in the United States.

In connection with the Share Offer, Alpha Financial Group Limited, as stabilising manager (the “Stabilising Manager”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect any transaction with a view to stabilising or supporting the market price of the 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 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 sole and absolute discretion of the Stabilising Manager reasonably regards as the best interest of the 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 stabilising 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 (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). The details of the intended stabilising action are set forth in the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

Potential investors of the Public Offer Shares should note that the Sole Global Coordinator (for itself and on behalf of the Public Offer Underwriters) is entitled, in its sole and absolute discretion, to terminate with immediate effect the Public Offer Underwriting Agreement upon giving notice in writing to the Company if any of the events set out in the section headed “Underwriting — Underwriting Arrangements and Expenses — Public Offer — Grounds for termination” in the Prospectus occurs at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Wednesday, 13 January 2021).

LEGION CONSORTIUM LIMITED

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Number of Offer Shares : 312,500,000 Shares comprising
234,375,000 New Shares and
78,125,000 Sale Shares

Number of Public Offer Shares : 156,250,000 New Shares (as adjusted
after reallocation)

Number of Placing Shares : 156,250,000 Shares comprising
78,125,000 New Shares and
78,125,000 Sale Shares (as adjusted
after reallocation)

Final Offer Price : HK\$0.40 per Offer Share, excluding
brokerage fee of 1%, SFC
transaction levy of 0.0027% and
Stock Exchange trading fee of
0.005%

Nominal Value : HK\$0.01 per Share

Stock Code : 2129

Sponsor

AmCap

Ample Capital Limited

豐盛融資有限公司

Sole Global Coordinator



Joint Bookrunners and Joint Lead Managers

