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*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated Thursday, 30 December 2021 (the “**Prospectus**”) issued by Semk Holdings International Limited (the “**Company**”).*

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 any 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). 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 in any other jurisdictions. The securities referred to in this announcement have not been, and will not be, registered under the United States Securities Act 1933, as amended or supplemented from time to time (“**U.S. Securities Act**”) or any state securities law of the United States and may not be offered, sold, pledged, transferred or delivered in the United States except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act or any state securities law of the United States. There will be no public offering of securities of the Company in the United States. The Offer Shares are being offered and sold outside of the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.*

*In connection with the Global Offering, China Everbright Securities (HK) Limited as stabilising manager (the “**Stabilising Manager**”) (or its affiliates or any person acting for it), on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period on and after the Listing Date. However, there is no obligation on the Stabilising Manager (or its affiliates or any person acting for it) to conduct any such stabilising action, which, if taken, will be done at the sole and absolute discretion of the Stabilising Manager (or its affiliates or any person acting for it) and may be discontinued at any time. Any such stabilising action is required to be brought to an end on the 30th day after the last day for lodging applications under the Hong Kong Public Offering.*

Such stabilisation 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 Stabilising) Rules (Cap. 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that no stabilising action can be taken on the Stock Exchange to support the price of the Shares for longer than the stabilisation period which will begin on the Listing Date and expire on Sunday, 6 February 2022, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, when no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



德盈控股國際有限公司

Semk Holdings International Limited

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

- Number of Offer Shares under the Global Offering** : 120,000,000 Shares (subject to the Over-allotment Option)
- Number of Hong Kong Offer Shares** : 12,000,000 Shares (subject to reallocation)
- Number of International Offer Shares** : 108,000,000 Shares (subject to the Over-allotment Option and reallocation)
- Maximum Offer Price** : HK\$3.45 per Offer Share, plus brokerage fee of 1%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and Financial Reporting Council transaction levy of 0.00015% (payable in full on application in Hong Kong dollars and subject to refund)
- Nominal value** : US\$0.000025 per Share
- Stock code** : 2250

Sole Sponsor, Joint Global Coordinator, Joint Bookrunner and Joint Lead Manager



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Joint Bookrunners and Joint Lead Managers



Your application through the **eWhite Form** service or the **CCASS EIPO** service must be made for a minimum of 1,000 Hong Kong Offer Shares and in one of the numbers set out in the table below. You are required to pay the amount next to the number you select.

No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application
	<i>HK\$</i>		<i>HK\$</i>		<i>HK\$</i>		<i>HK\$</i>
1,000	3,484.77	15,000	52,271.57	250,000	871,192.71	4,000,000	13,939,083.30
2,000	6,969.55	20,000	69,695.41	300,000	1,045,431.25	5,000,000	17,423,854.13
3,000	10,454.32	25,000	87,119.27	400,000	1,393,908.33	6,000,000 ⁽¹⁾	20,908,624.95
4,000	13,939.08	30,000	104,543.13	500,000	1,742,385.42		
5,000	17,423.86	40,000	139,390.84	750,000	2,613,578.12		
6,000	20,908.63	50,000	174,238.55	1,000,000	3,484,770.83		
7,000	24,393.40	75,000	261,357.82	1,500,000	5,227,156.24		
8,000	27,878.17	100,000	348,477.09	2,000,000	6,969,541.65		
9,000	31,362.94	150,000	522,715.63	2,500,000	8,711,927.07		
10,000	34,847.71	200,000	696,954.17	3,000,000	10,454,312.48		

(1) Maximum number of Hong Kong Offer Shares you may apply for.

No application for any other number of the Hong Kong Offer Shares will be considered and such application is liable to be rejected.

THE LISTING APPLICATION

We have applied to the Listing Division of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including the Shares which may be issued pursuant to the exercise of the Over-allotment Option and any options which may be granted under the Share Option Scheme, being up to 10% of the Shares in issue on the Listing Date). Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Monday, 17 January 2022, it is expected that dealings in the Shares on the Main Board of the Stock Exchange will commence at 9:00 a.m. on Monday, 17 January 2022.

STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises the Hong Kong Public Offering of initially 12,000,000 Offer Shares (subject to reallocation) and the International Offering of initially 108,000,000 Offer Shares (subject to reallocation and the Over-allotment Option).

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering is subject to reallocation as detailed in “*Structure of the Global Offering — The Hong Kong Public Offering — Reallocation*” and “*Structure of the Global Offering — The International Offering — Reallocation*” in the Prospectus. In particular, the Sole Representative may in its discretion reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering, subject to the requirements of Guidance Letter HKEX-GL91-18. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, (i) the number of International Offer Shares reallocated to the Hong Kong Public Offering shall not exceed 12,000,000 Offer Shares, representing 10% of the Offer Shares initially available under the Global Offering, increasing the total number of Offer Shares available under the Hong Kong Public Offering to 24,000,000 Offer Shares, representing double of the initial allocation to the Hong Kong Public Offering and 20% of the Offer Shares initially available under the Global Offering, and (ii) the final Offer Price shall be fixed at HK\$2.05 per Offer Share, the low-end of the Offer Price range stated in the Prospectus. Further details on the circumstances under which the above guidance letter would apply are set out in “*Structure of the Global Offering — The Hong Kong Public Offering — Reallocation*” in the Prospectus.

In connection with the Global Offering, it is expected that our Company will grant to the Sole Representative (for itself and on behalf of the Underwriters) the Over-allotment Option, exercisable by the Sole Representative (for itself and on behalf of the Underwriters) to cover over-allocations under the International Offering (if any), at any time from the Listing Date until Sunday, 6 February 2022, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. Pursuant to the Over-allotment Option, the Sole Representative (for itself and on behalf of the Underwriters) will have the right, exercisable at any time from the Listing Date until the 30th day after the last date for lodging applications under the Hong Kong Public Offering, to require our Company to issue up to 18,000,000 additional Shares, representing 15% 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). In the event that the Over-allotment Option is exercised, an announcement will be made by our Company which will be posted on the websites of our Company at www.semk.net and the Stock Exchange at www.hkexnews.hk.

PRICING

The Offer Price will not be more than HK\$3.45 per Offer Share and is currently expected to be not less than HK\$2.05 per Offer Share unless otherwise announced.

Applicants applying for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$3.45 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and Financial Reporting Council transaction levy of 0.00015%, subject to refund if the Offer Price as finally determined is lower than HK\$3.45 per Offer Share.

Prospective investors should be aware that the Offer Price to be determined on the Price Determination Date may be, but is not expected to be, lower than the minimum Offer Price stated in the Prospectus.

EXPECTED TIMETABLE

Hong Kong Public Offering commences 9:00a.m. on Thursday,
30 December 2021

Latest time for completing electronic applications under
eWhite Form service through the designated website
www.ewhiteform.com.hk 11:30 a.m. on Friday,
7 January 2022

Application lists open 11:45 a.m. on Friday,
7 January 2022

Latest time for (a) completing payment for **eWhite Form**
applications by effecting PPS payment transfer(s) and
(b) giving **electronic application**
instructions to HKSCC 12:00 noon on Friday,
7 January 2022

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists close 12:00 noon on Friday,
7 January 2022

Expected Price Determination Date Friday, 7 January 2022

Announcement of the 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 at the website of the Stock Exchange
at **www.hkexnews.hk** and our website at **www.semk.net** on
or before Friday,
14 January 2022

The results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be available through a variety of channels, including:

- in the announcement to be posted at the website of the Stock Exchange at www.hkexnews.hk and our website at www.semk.net Friday, 14 January 2022
- from the designated results of allocations website at www.ewhiteform.com.hk/results with a “search by ID” function from 9:00 a.m. on Friday, 14 January 2022 to 12:00 midnight on Thursday, 20 January 2022
- from the allocation results telephone enquiry by calling +852 2153 1688 between 9:00 a.m. and 6:00 p.m. Friday, 14 January 2022 to Thursday, 20 January 2022 (excluding Saturday, Sunday and public holiday in Hong Kong)

Share certificates in respect of wholly or partially successful applications to be despatched or deposited into CCASS on or before. Friday, 14 January 2022

e-Refund payment instructions/refund cheques in respect of wholly or partially successful applications (if applicable) or wholly or partially unsuccessful applications to be despatched on or before Friday, 14 January 2022

Dealings in the Shares on the Stock Exchange to commence at 9:00 a.m. on Monday, 17 January 2022

The application for the Hong Kong Offer Shares will commence on Thursday, 30 December 2021 through Friday, 7 January 2022. Such time period is longer than the normal market practice of four days. The application monies (including brokerage, SFC transaction levy, Stock Exchange trading fee and Financial Reporting Council transaction levy) will be held by the receiving banks on behalf of our Company and the refund monies, if any, will be returned to the applicant(s) without interest on Friday, 14 January 2022. Investors should be aware that the dealings in Shares on the Stock Exchange are expected to commence on Monday, 17 January 2022.

Note: All dates and times refer to Hong Kong local dates and times, except as otherwise stated.

SETTLEMENT

Subject to the approval of the listing of, and permission to deal in, the Shares on the Stock Exchange and the 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 settlement day after any trading day.

All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

All necessary arrangements have been made for the Shares to be admitted into CCASS. If investors are unsure about the details of CCASS settlement arrangement and how such arrangements will affect their rights and interests, they should seek the advice of their stockbroker or other professional advisers.

ELECTRONIC APPLICATION CHANNELS

eWhite Form service

Applicants applying through the **eWhite Form** service may submit applications through the designated website at www.ewhiteform.com.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Thursday, 30 December 2021 until 11:30 a.m. on Friday, 7 January 2022 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 7 January 2022 or such later time set forth in “*How to Apply for the Hong Kong Offer Shares — 10. Effect of Bad Weather and Extreme Conditions on the Opening and Closing of the Application Lists*” in the Prospectus.

CCASS EIPO service

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

Thursday, 30 December 2021	– 9:00 a.m. to 8:30 p.m.
Friday, 31 December 2021	– 8:00 a.m. to 8:30 p.m.
Monday, 3 January 2022	– 8:00 a.m. to 8:30 p.m.
Tuesday, 4 January 2022	– 8:00 a.m. to 8:30 p.m.
Wednesday, 5 January 2022	– 8:00 a.m. to 8:30 p.m.
Thursday, 6 January 2022	– 8:00 a.m. to 8:30 p.m.
Friday, 7 January 2022	– 8:00 a.m. to 12:00 noon

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 30 December 2021 until 12:00 noon on Friday, 7 January 2022 (24 hours daily, except on Friday, 7 January 2022, the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, 7 January 2022, the last application day or such later time as described in “*How to Apply for the Hong Kong Offer Shares — 10. Effect of Bad Weather and Extreme Conditions on the Opening and Closing of the Application Lists*” in the Prospectus.

Note: 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.

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

The application monies (including brokerage, SFC transaction levy, Stock Exchange trading fee and Financial Reporting Council transaction levy) will be held by the receiving banks and on behalf of our Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without any interest on or around Friday, 14 January 2022. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Monday, 17 January 2022.

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

PUBLICATION OF RESULTS

We expect to announce 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 allocations of the Hong Kong Offer Shares on Friday, 14 January 2022 on our Company’s website at www.semk.net and the website of the Stock Exchange at www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Hong Kong Public Offering will be available at the times and dates and in the manner specified in “*How to Apply for the 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\$3.45 per Offer Share (excluding brokerage, SFC transaction levy, Stock Exchange trading fee and Financial Reporting Council transaction levy thereon), or if the conditions of the Hong Kong Public Offering set out in “*Structure of the Global Offering — Conditions of the Hong Kong Public Offering*” in the Prospectus are not fulfilled or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, Stock Exchange trading fee and Financial Reporting Council transaction levy, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared. Any refund of your application monies will be made on Friday, 14 January 2022.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates and refund cheques are expected to be posted on or around Friday, 14 January 2022 as further described in “*How to Apply for the Hong Kong Offer Shares — 14. Despatch/Collection of Share Certificates and Refund Monies*” in the Prospectus. Share certificates will only become valid at 8:00 a.m. on Monday, 17 January 2022 provided that the Global Offering has become unconditional and the right of termination described in “*Underwriting*” in the Prospectus has not been exercised.

Dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Monday, 17 January 2022. The Shares will be traded in board lots of 1,000 Shares each and the stock code of the Shares will be 2250.

This announcement is available for viewing on the website of our Company at www.semk.net and the website of the Stock Exchange at www.hkexnews.hk.

By order of the Board
SEMK HOLDINGS INTERNATIONAL LIMITED
德盈控股國際有限公司
HUI Ha Lam
Executive Director and Chairman of the Board

Hong Kong, 30 December 2021

As at the date of this announcement, the Board of Directors of the Company comprises Mr. HUI Ha Lam as Chairman and executive Director, Mr. KWOK Chun Kit, Mr. CHEUNG Chin Yin, and Mr. TSE Tsz Leong as executive Directors, Mr. WONG Yin Shun Vincent and Mr. CHEN Hongjiang as non-executive Directors and Ms. LEUNG Ping Fun Anita, Mr. SUNG Chi Keung and Dr. CHAN Kai Yue Jason, MH, JP as independent non-executive Directors.