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Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 17 May 2019 (the "Prospectus") issued by Pujiang International Group 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 securities. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares thereby offered.

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 to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "US Securities Act") or any state securities laws of the United States. The Hong Kong Offer Shares are being offered and sold outside the United States in offshore transactions in accordance with Regulation S under the US Securities Act. There will not, and is not currently intended, to be any offer of securities in the United States.

In connection with the Global Offering, Haitong International Securities Company Limited, as stabilising manager (the "Stabilising Manager"), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail for a limited period on or 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 which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilisation, 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 SFO. The details of the intended stabilisation and how it will be regulated under the SFO are set out in the section headed "Structure of the Global Offering" in the Prospectus.

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period, which begins on the Listing Date and ends on the 30th day after the last day for lodging of applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, and demand for the Shares and therefore the price of the Shares, could fall.

## PUJIANG INTERNATIONAL GROUP LIMITED

## 浦江國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

Number of Offer Shares under

240,000,000 Shares comprising 200,000,000

the Global Offering

new Shares and 40,000,000 Sale Shares (subject to the Over-allotment Option)

**Number of Hong Kong Offer Shares** 

24,000,000 Shares (subject to adjustment)

**Number of International Offer Shares** 

216,000,000 Shares comprising 176,000,000

new Shares and 40,000,000 Sale Shares

(subject to adjustment and the Over-allotment Option)

**Maximum Offer Price** 

: HK\$3.55 per Offer Share, plus brokerage

fee 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 : HK\$0.01 per Share

**Stock Code** 

2060

Sole Sponsor and Sole Global Coordinator



Joint Bookrunners







Joint Lead Managers









An application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, (i) the Shares in issue; (ii) the Shares to be offered for subscription and sale pursuant to the Global Offering (being 240,000,000 Shares in aggregate); and (iii) the Shares that may be issued pursuant to the Capitalisation Issue, the exercise of the Overallotment Option and the options which may be issued under the Share Option Scheme.

The Global Offering comprises the Hong Kong Public Offering of initially 24,000,000 Shares and the International Offering of initially 216,000,000 Shares (comprising 176,000,000 new Shares, and 40,000,000 Sale Shares, subject to adjustment and reallocation and the Overallotment Option), representing approximately 10% and 90% of the total number of the Offer Shares initially being offered under the Global Offering, respectively. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section headed "Structure of the Global Offering" in the Prospectus. In particular, the Offer Shares to be offered in the Hong Kong Public Offering and the International Offering may be reallocated as between these offerings at the discretion of the Sole Global Coordinator. If such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, in accordance with Guidance Letter HKEX-GL91-18, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offer following such reallocation will be 48,000,000 Shares, representing double of the initial allocation to the Hong Kong Public Offering, and the final Offer Price shall be fixed at the low-end of the indicative offer price range (that is, HK\$2.56 per Offer Share) stated in the Prospectus. In connection with the Global Offering, the Company and the Selling Shareholders are expected to grant an Overallotment Option to the International Underwriters exercisable by the Sole Global Coordinator on behalf of the International Underwriters, at any time from the Listing Date until 30 days after the last day for lodging of applications under the Hong Kong Public Offering, to require the Company to issue and allot up to 30,000,000 additional Shares in aggregate and the Selling Shareholders to sell up to an additional of 6,000,000 Shares, representing 15% of the initial Offer Shares, at the same price per Share under the International Offering to cover, among other things, over-allocation in the International Offering, if any.

Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 28 May 2019, it is expected that dealings in our Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, 28 May 2019. In the event that the Over-allotment Option is exercised, an announcement will be made on the website of the Company at <a href="www.pji-group.com">www.pji-group.com</a> and the website of the Stock Exchange at <a href="www.hkexnews.hk">www.hkexnews.hk</a>.

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 date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$3.55 per Share and is expected to be not less than HK\$2.56 per Share unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$3.55 for each Offer Share together with a brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$3.55 per Share.

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 and the designated website (www.hkeipo.hk). Applicants who would like the allocated Hong Kong Offer Shares registered in their own names should either (i) complete and sign the WHITE Application Forms, or (ii) submit applications online through the designated website of the 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 registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should either (i) complete and sign the YELLOW Application Forms, or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 17 May 2019 until 12:00 noon on Wednesday, 22 May 2019 from:

1. the following address of the Hong Kong Underwriters:

Name	Address
Haitong International Securities Company Limited	22/F, Li Po Chun Chambers 189 Des Veoux Road Central Hong Kong
SPDB International Capital Limited	Suites 3207-3212, 32/F One Pacific Place 88 Queensway, Hong Kong
CMBC Securities Company Limited	45/F, One Exchange Square 8 Connaught Place Central, Hong Kong
BOSC International Company Limited	34/F, Champion Tower 3 Garden Road, Central Hong Kong
Sinomax Securities Limited	Room 2705-6, 27/F Tower One, Lippo Centre 89 Queensway, Hong Kong
I Win Securities Limited	Room 1916, Hong Kong Plaza 188 Connaught Road West Hong Kong
Head & Shoulders Securities Limited	Room 2511, 25/F, Cosco Tower 183 Queen's Road Central Hong Kong

2. any of the following branches of the receiving banks:

## **CMB Wing Lung Bank Limited**

District	<b>Branch Name</b>	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Kennedy Town Branch	28 Catchick Street
	Johnston Road Branch	118 Johnston Road
	North Point Branch	361 King's Road
Kowloon	Mongkok Branch	B/F CMB Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch	4 Carnarvon Road

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 17 May 2019 until 12:00 noon on Wednesday, 22 May 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have **YELLOW** Application Form and the Prospectus available.

The WHITE or YELLOW Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "CMB Wing Lung (Nominees) Limited – Pujiang International Group Limited Public Offer" should be securely stapled and deposited in the special collection boxes provided at any of the branches of the receiving banks referred to above on such dates and during such times as specified in the Application Forms, at the following times:

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Friday, 17 May 2019 - 9:00 a.m. to 5:00 p.m.

Saturday, 18 May 2019 - 9:00 a.m. to 1:00 p.m.

Monday, 20 May 2019 - 9:00 a.m. to 5:00 p.m.

Tuesday, 21 May 2019 - 9:00 a.m. to 5:00 p.m.

Wednesday, 22 May 2019 - 9:00 a.m. to 12:00 noon
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You may submit your application to the **HK eIPO White Form** service at <u>www.hkeipo.hk</u> (24 hours daily, except on the last application day) from 9:00 a.m. on Friday, 17 May 2019 until 11:30 a.m. on Wednesday, 22 May 2019 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Wednesday, 22 May 2019 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

The application for the Hong Kong Offer Shares will commence on Friday, 17 May 2019 through Wednesday, 22 May 2019. 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\$3.55 per Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with "Structure of the Global Offering — Conditions of the Global Offering" in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker's cashier order will be not cleared. Any refund of your application monies will be made on or before Monday, 27 May 2019.

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

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Friday, 17 May 2019 - 9:00 a.m. to 8:30 p.m.

Monday, 20 May 2019 - 8:00 a.m. to 8:30 p.m.

Tuesday, 21 May 2019 - 8:00 a.m. to 8:30 p.m.

Wednesday, 22 May 2019 - 8:00 a.m. to 12:00 noon
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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 Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 17 May 2019 until 12:00 noon on Wednesday, 22 May 2019 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

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

The Company expects to announce the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares (i) on the website of the Stock Exchange (www.hkexnews.com.hk); and (ii) on the website of the Company (www.pji-group.com) on Monday, 27 May 2019. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the times and dates and in the manner as described in the section headed "How to Apply for Hong Kong Offer Shares — 11. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title or receipt for application monies received. Share certificates will only become valid at 8:00 a.m. on Tuesday, 28 May 2019 provided that the Global Offering has become unconditional and the right of termination described in the section headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Hong Kong Underwriting Agreement — Grounds for termination" 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 Tuesday, 28 May 2019. The Shares will be traded in board lots of 1,000 Shares each. The stock code of the Company is 2060.

By order of the Board

Pujiang International Group Limited

Tang Liang

Chairman

Hong Kong, 17 May 2019

As at the date of this announcement, the executive Directors are Dr. Tang Liang, Mr. Zhou Xufeng, Ms. Zhang Weiwen and Mr. Ni Xiaofeng; and the independent non-executive Directors are Ms. Pan Yingli, Mr. Chen Dewei and Mr. Zhang Bihong.