

Unless defined herein, the capitalised terms used herein shall have the same meanings as defined in the prospectus (the “**Prospectus**”) of Xinyi Automobile Glass Hong Kong Enterprises Limited (the “**Company**”) dated 28 June 2016.

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This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any Shares or other securities of the Company. Potential investors should read the Prospectus for detailed information about the Company and the Hong Kong Public Offering described below before deciding whether or not to invest in the Hong Kong Offer Shares thereby being offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States of America (including its territories and possessions, any state of the United States of America 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 of America. The Hong Kong Offer Shares have not been, and will not be, registered under the US Securities Act of 1933, as amended (the “**US Securities Act**”). The securities may not be offered or sold, pledged or transferred within the United States of America except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act. There will be no public offer of securities in the United States of America.

## **XINYI AUTOMOBILE GLASS HONG KONG ENTERPRISES LIMITED**

**信義汽車玻璃香港企業有限公司**

*(Incorporated under the laws of the Cayman Islands with limited liability)*

### **LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED**

#### **HONG KONG PUBLIC OFFERING**

Number of Hong Kong Offer Shares	:	55,000,000 Shares
Offer Price	:	Not more than HK\$0.70 per Hong Kong Offer Share and expected to be not less than HK\$0.55 per Hong Kong Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application and subject to refund)
Nominal value	:	HK\$0.01 per Share
Stock code	:	8328

#### *Sole Sponsor*



#### *Sole Lead Manager*



Application has been made by the Company to the Stock Exchange for the listing of and permission to deal in on GEM, including, (i) the Shares in issue and to be distributed to the Xinyi Glass Qualifying Shareholders in the proportion of one Share for every eight Xinyi Glass Shares held by the Xinyi Glass Qualifying Shareholders on the Xinyi Glass Distribution Record Date and (ii) 55,000,000 Shares to be issued pursuant to the Hong Kong Public Offering.

The Company is offering 55,000,000 Shares, representing 10.18% of the enlarged number of Shares in issue following completion of the Spin-Off and the Listing, for subscription by members of the public in Hong Kong for cash at the Offer Price (plus brokerage, SFC transaction levy and Stock Exchange trading fee of the Offer Price). The Offer Price will not be more than HK\$0.70 and is expected to be not less than HK\$0.55. The Offer Price is expected to be fixed by agreement between the Sole Lead Manager and the Company on the Price Determination Date, which is expected to be on or about Tuesday, 5 July 2016, but in any event not later than 12:00 noon on Wednesday, 6 July 2016. Applicants for the Hong Kong Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$0.70, together with the brokerage fee of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%. If an application for the Hong Kong Offer Shares 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\$0.70 (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 the section headed “Hong Kong Public Offering — Conditions of the Hong Kong Public Offering” of the Prospectus or if any application for the Hong Kong Offer Shares 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 not be cleared.

Subject to the granting of the listing of, and permission to deal in, all Shares in issue and may be allotted and issued on GEM 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 commencement date of dealings in the Shares on GEM or such 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 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.

**Application for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set forth in the Prospectus and the Application Forms and the designated website at [www.eipo.com.hk](http://www.eipo.com.hk) for the White Form eIPO.**

Applicants who wish for the Hong Kong Offer Shares to be allotted in their own names should (i) complete and sign the **WHITE** Application Forms or (ii) submit applications online at [www.eipo.com.hk](http://www.eipo.com.hk) under the **White Form eIPO** service.

Applicants who wish for the Hong Kong Offer Shares allotted in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS 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 Tuesday, 28 June 2016 until 12:00 noon on Monday, 4 July 2016 from:

(1) the office of the Sole Lead Manager:

**RHB Securities Hong Kong Limited**

12th Floor, World-Wide House  
19 Des Voeux Road Central  
Hong Kong

(2) the offices of the Co-Managers:

**Gransing Securities Co., Limited**

Rooms 805-806, Far East Consortium Building  
121 Des Voeux Road Central  
Hong Kong

**Kingsway Financial Services Group Limited**

7th Floor, Tower 1  
Lippo Centre  
89 Queensway  
Hong Kong

(3) any of the following branches of DBS Bank (Hong Kong) Limited:

<b>Branch</b>	<b>Address</b>
United Centre Branch	Shops 1015-1018, 1/F & Shops 2032-2034 2/F, United Centre, 95 Queensway, Admiralty
Tsimshatsui Branch	G/F, 22-24 Cameron Road, Tsim Sha Tsui
Shatin Plaza Branch	Shop 47 & 48, Level 1, Shatin Plaza No. 21-27 Sha Tin Centre Street, Shatin

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 28 June 2016 until 12:00 noon on Monday, 4 July 2016 at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have the **YELLOW** Application Forms and copies of the printed Prospectus available.

Both **WHITE** and **YELLOW** Application Forms, completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order attached and marked payable to "**Ting Hong Nominees Limited — Xinyi Hong Kong Public Offer**" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

**Tuesday, 28 June 2016 — 9:00 a.m. to 5:00 p.m.**  
**Wednesday, 29 June 2016 — 9:00 a.m. to 5:00 p.m.**  
**Thursday, 30 June 2016 — 9:00 a.m. to 5:00 p.m.**  
**Saturday, 2 July 2016 — 9:00 a.m. to 1:00 p.m.**  
**Monday, 4 July 2016 — 9:00 a.m. to 12:00 noon**

Applicants applying by **White Form eIPO** may submit applications through the designated website at [www.eipo.com.hk](http://www.eipo.com.hk) from 9:00 a.m. on Tuesday, 28 June 2016 until 11:30 a.m. on Monday, 4 July 2016 or by 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.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 28 June 2016 until 12:00 noon on Monday, 4 July 2016 (24 hours daily, except on the last application day). While CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Tuesday, 28 June 2016 — 9:00 a.m. to 8:30 p.m.<sup>(1)</sup>  
Wednesday, 29 June 2016 — 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>  
Thursday, 30 June 2016 — 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>  
Saturday, 2 July 2016 — 8:00 a.m. to 1:00 p.m.<sup>(1)</sup>  
Monday, 4 July 2016 — 8:00 a.m.<sup>(1)</sup> 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.

The Prospectus is also available on the Stock Exchange's website at **www.hkexnews.hk** and on the Company's website at **www.xyglass.com.hk** from Tuesday, 28 June 2016.

Prospective investors of the Hong Kong Offer Shares should note that the obligations of the Underwriters under the Hong Kong Underwriting Agreement to subscribe for, and to procure subscribers to subscribe for, the Hong Kong Offer Shares, are subject to termination by the Sole Lead Manager if certain grounds arise prior to 8:00 a.m. on the Listing Date. Please refer to the paragraphs under "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Underwriting Agreement — Grounds for termination" in the Prospectus for further information on such grounds for termination.

The Company expects to announce the final Offer Price, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Friday, 8 July 2016, on the website of the Stock Exchange at **www.hkexnews.hk** and the Company's website at **www.xyglass.com.hk**. 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 from Friday, 8 July 2016 as described in the paragraphs under "How to Apply for Hong Kong Offer Shares — 11. Publication of Results" in the Prospectus.

If, for any reason, the Sole Lead Manager and the Company are unable to reach an agreement on the Offer Price at or before 12:00 noon on Wednesday, 6 July 2016 (or such other time as the Company and the Sole Lead Manager may agree), the Hong Kong Public Offering will not proceed and will lapse. In such event, the Company will issue an announcement on the website of Stock Exchange at **www.hkexnews.hk** and the Company's website at **www.xyglass.com.hk**.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Monday, 11 July 2016. The Shares will be traded in board lots of 4,000 Shares each. The stock code is 8328.

The Company will not issue any temporary documents of title nor any receipts for sums paid on application. Share certificates will only become valid certificates of title at 8:00 a.m. (Hong Kong time) on the Listing Date provided that the Hong Kong Public Offering has become unconditional in all respects.

By order of the Board  
**Xinyi Automobile Glass Hong Kong Enterprises Limited**  
**TUNG Ching Sai**  
*Chairman*

Hong Kong, 28 June 2016

*As of the date of this announcement, the executive Directors are Ms. LI Pik Yung and Mr. CHAN Chi Leung, the non-executive Directors are Mr. TUNG Ching Sai (Chairman) and Mr. LEE Shing Kan, and the independent non-executive Directors are Mr. WANG Guisheng, Mr. NG Wai Hung and Mr. CHAN Hak Kan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement and a copy of the Prospectus will remain on the Stock Exchange's website at **www.hkexnews.hk**, in the case of the announcement, on the "Latest Company Announcements" page for seven days from the day of its posting. This announcement and a copy of the Prospectus will also be published and will remain on the Company's website at **www.xyglass.com.hk**.*