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*Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus (the “Prospectus”) of XiangXing International Holding Limited (the “Company”) dated 27 June 2017.*

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



## **XIANGXING INTERNATIONAL HOLDING LIMITED**

**象興國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

### **LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PUBLIC OFFER**

**Number of Offer Shares : 250,000,000 Shares**

**Offer Price : Not more than HK\$0.28 per Offer Share and  
expected to be not less than HK\$0.22 per  
Offer Share (payable in full on application  
in Hong Kong dollars plus brokerage of  
1.00%, SFC transaction levy of 0.0027%  
and Stock Exchange trading fee of 0.005%  
and subject to refund)**

**Nominal value : HK\$0.01 per Share**

**Stock code : 8157**

**Sole Sponsor**



**Joint Bookrunners and Joint Lead Managers**



## THE PUBLIC OFFER

Application has been made by the Company to the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares issued and to be issued pursuant to the Capitalisation Issue and the Public Offer. The Public Offer comprises 250,000,000 Shares representing 100% of the total Offer Shares.

The Public Offer is conditional upon the fulfillment of the conditions as set out in the paragraph headed “Conditions of the Public Offer” in the section headed “Structure and Conditions of the Public Offer” in the Prospectus. If such conditions are not fulfilled or (where applicable) waived prior to the dates and times as specified, the Public Offer shall lapse and the Stock Exchange will be notified immediately. Notice of the lapse of the Public Offer will be published on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.xxlt.com.cn](http://www.xxlt.com.cn) on the next business day after such lapse. Prospective investors of the Public Offer should note that the Joint Lead Managers (for themselves and on behalf of the Underwriters) are entitled to terminate the Underwriting Agreement by giving notice in writing to the Company upon the occurrence of certain events set out under the paragraph headed “Grounds for termination” in the section headed “Underwriting” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date i.e. Friday, 7 July 2017.

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on GEM as mentioned in the Prospectus 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 on 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 for the Shares to be admitted into CCASS.

The Offer Price will be not more than HK\$0.28 per Offer Share and is expected to be not less than HK\$0.22 per Offer Share. Applicants under the Public Offer must pay, on application, the maximum indicative Offer Price of HK\$0.28 per Offer Share plus a 1% brokerage fee, a 0.0027% SFC transaction levy and a 0.005% Stock Exchange trading fee, subject to refund if the final Offer Price should be lower than HK\$0.28 per Offer Share.

If the Offer Price as finally determined is less than HK\$0.28 per Offer Share, appropriate refund payments (including the brokerage fee, the SFC transaction levy and the Stock Exchange trading fee attributable to the surplus application monies) will be made to successful applicants without interest. Further details are set out in the section headed “How to Apply for the Offer Shares — 13. Refund of application monies” in the Prospectus.

**Applications for the Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.**

Applicants who would like to have the allotted Offer Shares issued in their own names should (i) complete and sign the **WHITE** Application Forms (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) under the **HK eIPO White Form** services. Applicants who would like to have the allotted 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 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, 27 June 2017 to 12:00 noon on Friday, 30 June 2017 from the following locations:

1. the following offices of the Underwriters:

<b>Central China International Capital Limited</b>	Suites 1505–1508, Two Exchange Square, 8 Connaught Place, Central, Hong Kong
<b>ChaoShang Securities Limited</b>	Rooms 4001–4002, 40th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong
<b>Ample Orient Capital Limited</b>	Room A, 17/F, Fortune House, 61 Connaught Road Central, Central, Hong Kong
<b>Pacific Foundation Securities Limited</b>	11/F, New World Tower II, 16–18 Queen’s Road Central, Hong Kong

2. Any of the following sub-branches of the receiving bank:

**Bank of Communications Co., Ltd. Hong Kong Branch**

	<b>Sub-Branch name</b>	<b>Address</b>
Hong Kong Island	Wanchai Sub-Branch	Shop B on G/F., Johnston Court, 32–34 Johnston Road
Kowloon	Mongkok Sub-Branch	G/F. and 1/F., Shun Wah Building, Nos. 735 & 735A Nathan Road, Mongkok
New Territories	Tai Po Sub-Branch	Shop No. 1, 2, 26 & 27, G/F., Wing Fai Plaza, 29–35 Ting Kok Road, Tai Po

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 27 June 2017 until 12:00 noon on Friday, 30 June 2017 at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbrokers.

Both **WHITE** and **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, together with cheques or banker's cashier orders attached and marked payable to "**Bank of Communications (Nominee) Co. Ltd. — XiangXing Public Offer**" for the payment should be deposited in the special collection boxes provided at any of the sub-branches of the receiving bank listed above, at the following times:

Tuesday, 27 June 2017	—	9:00 a.m. to 5:00 p.m.
Wednesday, 28 June 2017	—	9:00 a.m. to 5:00 p.m.
Thursday, 29 June 2017	—	9:00 a.m. to 5:00 p.m.
Friday, 30 June 2017	—	9:00 a.m. to 12:00 noon

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

Tuesday, 27 June 2017	—	9:00 a.m. to 8:30 p.m. <sup>(Note)</sup>
Wednesday, 28 June 2017	—	8:00 a.m. to 8:30 p.m. <sup>(Note)</sup>
Thursday, 29 June 2017	—	8:00 a.m. to 8:30 p.m. <sup>(Note)</sup>
Friday, 30 June 2017	—	8:00 a.m. <sup>(Note)</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.

CCASS Investor Participants can input **electronic application instructions** from 9:00 am on Tuesday, 27 June 2017 until 12:00 noon on Friday, 30 June 2017 (24 hours daily, except on the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, 30 June 2017, the last application day or such later time as described in the section headed “How to Apply for the Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

Please refer to the sections headed “Structure and Conditions of the Public Offer” and “How to Apply for the Offer Shares” in the Prospectus for details of the conditions and procedures of the Public Offer.

The Company expects to announce (i) the final Offer Price; (ii) the level of applications in the Public Offer; and (iii) the basis of allotment of the Offer Shares under the Public Offer on Thursday, 6 July 2017 on the Company’s website at [www.xxlt.com.cn](http://www.xxlt.com.cn) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Public Offer will be available in the manner specified in the section headed “How to Apply for the Offer Shares — 11. Publication of Results” of the Prospectus on Thursday, 6 July 2017.

Assuming the Public Offer becomes unconditional in all respects and the Underwriting Agreement is not terminated in accordance with its terms prior to 8:00 a.m. on Friday, 7 July 2017, dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Friday, 7 July 2017 and Share certificates will only be valid at 8:00 a.m. on Friday, 7 July 2017. Shares will be traded in board lot of 20,000 Shares each. The stock code for the Shares is 8157. The Company will not issue any receipt for sum paid on application or temporary documents of title.

By order of the Board  
**XiangXing International Holding Limited**  
**Cheng Youguo**  
*Chairman*

Hong Kong, 27 June 2017

*As at the date of this announcement, the executive Directors are Mr. Cheng Youguo and Mr. Qiu Changwu; and the independent non-executive Directors are Mr. Ho Kee Cheung, Mr. Cheng Siu Shan and Mr. Hu Hanpi.*

*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 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 GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company's website at [www.xxlt.com.cn](http://www.xxlt.com.cn).*