Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated December 18, 2017 (the "**Prospectus**") issued by Sanbase Corporation Limited (the "**Company**").

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company. Potential investors should read the Prospectus for detailed information about the Global Offering before deciding whether or not to invest in the Offer Shares.

This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Offer Shares have not been, and will not be, registered under the applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will be no public offer of the Offer Shares in the United States.

## Sanbase Corporation Limited 莊皇集團公司

(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 GLOBAL OFFERING

Number of Offer Shares	:	50,000,000 Shares (subject to the Offer Size Adjustment Option)		
Number of Hong Kong Public Offer Shares	:			
Number of International Placing Shares	:	45,000,000 Shares (subject to reallocation and Offer Size Adjustment Option)		
Offer Price	:	Not more than HK\$2.04 per Offer Share and expected to be not less than HK\$1.56 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 upon application in Hong Kong dollars, subject to refund on final pricing)		
Nominal Value	:	US\$0.001 per Share		
Stock Code	:	8501		
Sole Sponsor				



#### China Everbright Capital Limited

#### Joint Global Coordinators



China Everbright Securities (HK) Limited



China Everbright Securities (HK) Limited

#### Joint Bookrunners





國金譜券(香港)有限公司 SINOLINK SECURITIES (HK) CO. LTD. Application has been made by the Company to 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 any additional Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Scheme and the Offer Size Adjustment Option).

The Global Offering comprises the Hong Kong Public Offer of initially 5,000,000 Hong Kong Public Offer Shares (subject to re-allocation), representing 10% of the Offer Shares, and the International Placing of initially 45,000,000 International Placing Shares, representing 90% of the Offer Shares (subject to reallocation and Offer Size Adjustment Option). The allocation of the Offer Shares between the Hong Kong Public Offer and the International Placing will be subject to adjustment as described in the section headed "Structure and Conditions of the Global Offering" in the Prospectus.

In connection with the Global Offering, the Company intends to grant to the Joint Global Coordinators (for themselves and on behalf of the Underwriters) the Offer Size Adjustment Option to cover excess demand under the Global Offering (if any). Pursuant to the Offer Size Adjustment Option, the Company may be required to allot and issue, at the final Offer Price, up to an aggregate of 7,500,000 additional new Shares, representing 15% of the Offer Shares initially available under the Global Offering.

The Offer Size Adjustment Option can only be exercised by the Joint Global Coordinators (for themselves and on behalf of the Underwriters) prior to the Listing Date; otherwise it will lapse. The Shares to be issued pursuant to the exercise of the Offer Size Adjustment Option will not be used for price stabilization purpose and are not subject to the Securities and Futures (Price Stabilizing) Rules of the SFO (Chapter 571W of the Laws of Hong Kong).

If the Offer Size Adjustment Option is exercised in full, the additional Offer Shares will represent approximately 13.0% of the enlarged issued share capital of the Company in issue following completion of the Capitalization Issue, the Global Offering and the exercise of the Offer Size Adjustment Option but without taking into account any Shares which may be issued upon the exercise of any options that may be granted under the Share Option Scheme.

Subject to the granting of the listing of, and permission to deal in, the Shares on the Stock Exchange as well as 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 date of commencement of dealings in the Shares on the Stock Exchange or on any other date HKSCC chooses. 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 not be more than HK\$2.04 per Offer Share and expected to be not less than HK\$1.56 per Offer Share. Applicants under the Hong Kong Public Offer shall pay in full, on application, the maximum Offer Price of HK\$2.04 per Offer Share plus 1% brokerage, 0.005% Stock Exchange trading fee and 0.0027% SFC transaction levy, subject to refund on final pricing.

# Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the related Application Forms.

Applicants who would like to have the allotted Hong Kong Public Offer Shares issued 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 allotted Hong Kong Public 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 Monday, December 18, 2017 until 12:00 noon on Thursday, December 21, 2017 from the following locations:

1. any of the following Underwriters:

Name of Underwriter	Address
China Everbright Securities (HK) Limited	24th Floor, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong
Sinolink Securities (Hong Kong) Company Limited	Units 2503, 2505–06, 25/F, Low Block, Grand Millennium Plaza, 181 Queen's Road Central Hong Kong
<b>RHB</b> Securities Hong Kong Limited	12/F, World-Wide House, 19 Des Voeux Road Central, Hong Kong
Sinomax Securities Limited	Room 2705–06, 27/F, Tower One, Lippo Centre, 89 Queensway, Hong Kong
Ever-Long Securities Company Limited	18/F Dah Sing Life Building, 99–105 Des Vouex Road Central Hong Kong

2. Any of the following branches of Bank of China (Hong Kong) Limited:

District	Branch Name	Address
Hong Kong Island	Gilman Street Branch	136 Des Voeux Road Central
Kowloon	Waterloo Road Branch	Shop A2, Man Kee Mansion, 86 Waterloo Road, Kowloon
New Territories	Citywalk Branch	Shop 65, G/F, Citywalk, 1 Yeung Uk Road, Tsuen Wan

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, December 18, 2017 until 12:00 noon on Thursday, December 21, 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 China (Hong Kong) Nominees Limited — Sanbase Corporation Public Offer" for the payment should be deposited in the special collection boxes provided at any of the branches of the receiving bank referred to above on such dates and during such time as below:

Monday, December 18, 2017 — 9:00 a.m. to 5:00 p.m. Tuesday, December 19, 2017 — 9:00 a.m. to 5:00 p.m. Wednesday, December 20, 2017 — 9:00 a.m. to 5:00 p.m. Thursday, December 21, 2017 — 9:00 a.m. to 12:00 noon

Applicants may apply online through the designated website of the **HK eIPO White Form** Service Provider at **www.hkeipo.hk** (24 hours daily, except the last application day) from 9:00 a.m. on Monday, December 18, 2017 until 11:30 a.m. on Thursday, December 21, 2017 (or such later date as may apply as described in the section "How to Apply for the Hong Kong Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Monday, December 18, 2017 until 12:00 noon on Thursday, December 21, 2017 or such later time as described in the section "How to Apply for the Hong Kong Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

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

The Company expects to announce the level of indications of interests in the International Placing, the results of applications in the Hong Kong Public Offer and the basis of allocation of the Hong Kong Public Offer Shares on Wednesday, January 3, 2018 on the website of the Company at *http://www.irasia.com/listco/hk/sanbase/index.htm* and on the website of the Stock Exchange at *www.hkexnews.hk*.

Results of allocations in the Hong Kong Public Offer with the Hong Kong identity card/passport/ Hong Kong business registration numbers of successful applicants (where applicable) under the Hong Kong Public Offer, will be made available in the manner specified in the section "How to Apply for the Hong Kong Public Offer Shares — 11. Publication of Results" in the Prospectus on Wednesday, January 3, 2018. The allotment results announcement will also contain information on whether the Offer Size Adjustment Option has been exercised and will confirm the option has lapsed and cannot be exercised at any future date if such option has not been exercised prior to the Listing Date.

Share certificates will only become valid at 8:00 a.m. on Thursday, January 4, 2018 provided that the Global Offering has become unconditional and the right of termination described in the section headed "Underwriting — Underwriting arrangements and expenses — Grounds for termination" in the Prospectus has not been exercised.

If, for any reason, the Offer Price is not agreed between the Company and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) on or before Wednesday, January 3, 2018, the Global Offering will not become unconditional and will lapse.

Assuming the Global Offering becomes unconditional in all respects and the Underwriting Agreements are not terminated in accordance with their respective terms prior to 8:00 a.m. in Hong Kong on Thursday, January 4, 2018, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, January 4, 2018. The Shares will be traded in board lots of 2,000 Shares each under the stock code 8501. In the event that the Offer Size Adjustment Option is exercised, an announcement will be made by the Company on the websites of the Stock Exchange at <u>www.hkexnews.hk</u> and the Company at <u>http://www.irasia.com/listco/hk/sanbase/index.htm</u>. The Company will not issue any receipts for sum paid on application or temporary documents of title.

By order of the Board Sanbase Corporation Limited Wong Sai Chuen Executive Director

Hong Kong, December 18, 2017

As at the date of this announcement, the executive Directors are Mr. Wong Sai Chuen, Mr. Wong Kin Kei, Ms. Hui Man Yee Maggie and Mr. Cheung Ting Pong and the independent non-executive Directors are Mr. Fan Chun Wah, Andrew, Mr. Wu Kam On, Keith and Mr. Pang Chung Fai, Benny.

This announcement, for which all the Directors jointly and severally 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 and, in the case of this announcement, on the "Latest Listed Company Information" page 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 <u>http://www.irasia.com/listco/hk/sanbase/index.htm</u>.