

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 29 December 2017 (the “**Prospectus**”) issued by Sling Group Holdings Limited (the “**Company**”).

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This announcement is for information purposes 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 Share Offer described below before deciding whether or not to invest in the Offer Shares thereby being 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 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. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.

## **Sling Group Holdings Limited**

**森浩集團股份有限公司**

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

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

<b>Number of Offer Shares</b>	<b>: 140,000,000 Shares</b>
<b>Number of Public Offer Shares</b>	<b>: 14,000,000 Shares (subject to reallocation)</b>
<b>Number of Placing Shares</b>	<b>: 126,000,000 Shares (subject to reallocation)</b>
<b>Offer Price</b>	<b>: HK\$0.43 per 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 in Hong Kong dollars and subject to refund)</b>
<b>Nominal Value</b>	<b>: HK\$0.01 each</b>
<b>Stock Code</b>	<b>: 8285</b>

Sole Sponsor

**SUNWAH KINGSWAY**

**新華滙富**

Kingsway Capital Limited

Joint Bookrunners and Joint Lead Managers

**SUNWAH KINGSWAY**

**新華滙富**

Kingsway Financial Services Group Limited

 **新富證券**  
SANFULL SECURITIES

Sanfull Securities Limited

Application has been made to the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued on GEM pursuant to the Capitalisation Issue, the Share Offer, and any Shares which may be allotted and issued pursuant to the exercise of options that may be granted under the Share Option Scheme as described in the Prospectus.

The Share Offer comprises (i) the Public Offer of initially 14,000,000 Public Offer Shares, representing 10% of the total number of Offer Shares made available under the Share Offer (subject to reallocation); and (ii) the Placing of initially 126,000,000 Placing Shares, representing 90% of the total number of Offer Shares under the Share Offer (subject to reallocation). The allocation of the Shares between the Public Offer and the Placing is subject to adjustment as stated in the section headed “Structure and conditions of the Share Offer — The Public Offer — Reallocation” in the Prospectus.

**Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms and the designated website of the HK eIPO White Form Service Provider (www.hkeipo.hk) under the HK eIPO White Form Service.** Applicants who would like the allotted Public Offer Shares to be 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 the allotted Public Offer Shares to be registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or their designated CCASS Participant’s stock accounts maintained with CCASS should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Printed copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 December 2017 until 12:00 noon on Thursday, 4 January 2018 at:

(a) the following office of the Public Offer Underwriters:

**Kingsway Financial Services Group Limited**

7/F, Tower 1  
Lippo Centre  
89 Queensway  
Hong Kong

**Sanfull Securities Limited**

Room 2001-6  
Cosco Tower  
183 Queen’s Road Central  
Hong Kong

(b) any of the following branches of Standard Chartered Bank (Hong Kong) Limited, the receiving bank for the Public Offer:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	88 Des Voeux Road Branch	88 Des Voeux Road Central, Central
	Causeway Bay Branch	G/F to 2/F, Yee Wah Mansion, 38–40A Yee Wo Street, Causeway Bay
<b>Kowloon</b>	Kwun Tong Branch	G/F & 1/F One Pacific Centre, 414 Kwun Tong Road, Kwun Tong
	Mei Foo Manhattan Branch	Shop Nos. 07 & 09, Ground Floor, Mei Foo Plaza, Mei Foo Sun Chuen
<b>New Territories</b>	Maritime Square Branch	Shop 308E, Level 3, Maritime Square, Tsing Yi

Printed copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 December 2017 until 12:00 noon on Thursday, 4 January 2018 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 Forms and the Prospectus.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**Horsford Nominees Limited — Sling Group 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 dates and times:

**Friday, 29 December 2017 — 9:00 a.m. to 5:00 p.m.**  
**Saturday, 30 December 2017 — 9:00 a.m. to 1:00 p.m.**  
**Tuesday, 2 January 2018 — 9:00 a.m. to 5:00 p.m.**  
**Wednesday, 3 January 2018 — 9:00 a.m. to 5:00 p.m.**  
**Thursday, 4 January 2018 — 9:00 a.m. to 12:00 noon**

The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 4 January 2018, the last application day or such later time as described in the section headed "How to apply for the Public Offer Shares — 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Applicants applying by **HK eIPO White Form** may submit applications through the **HK eIPO White Form** at **www.hkeipo.hk** (24 hours daily, except on the last application day) from 9:00 a.m. on Friday, 29 December 2017 until 11:30 a.m. on Thursday, 4 January 2018 or such later time as described in the section headed “How to apply for the Public Offer Shares — 5. Applying through HK eIPO White Form — Time for submitting applications under the HK eIPO White Form” in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 29 December 2017 until 12:00 noon on Thursday, 4 January 2018 or such later time as described in the section headed “How to apply for the Public Offer Shares — 10. Effect of bad weather on the opening of the application lists” in the Prospectus.

If you are **not a CCASS Investor Participant**, you may instruct 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 Public Offer Shares on your behalf.

You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Joint Bookrunners and the Hong Kong Branch Share Registrar.

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

The Company will disclose in the announcement of the results of allocation and the basis of allocation of the Public Offer Shares on Monday, 15 January 2018.

The Offer Price will be HK\$0.43 per Offer Share. Applicants for Public Offer Shares under the Public Offer are required to pay, on application, the Offer Price of HK\$0.43 per Offer Share (plus brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%). If an application is rejected, not accepted or accepted in part only, appropriate refund payments (including the brokerage fee, SFC transaction levy and Stock Exchange trading fee attributable to the excess application monies) will be made to applicants, without interest. Please refer to section headed “How to apply for the Public Offer Shares — 13. Refund of application monies” in the Prospectus.

Share certificates for the Offer Shares distributed pursuant to the Share Offer will only become valid documents of title when the Share Offer has become unconditional in all respects and the Underwriting Agreement have not been terminated in accordance with their terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Tuesday, 16 January 2018. The Company will not issue any temporary document of title. No receipt will be issued for the subscription monies received in respect of the Offer Shares.

Application for the Public Offer Shares will only be considered on the basis of the terms and conditions as stated in the Prospectus and the Application Forms. The Share Offer is conditional upon the fulfillment of the conditions set forth under the section headed “Structure and conditions of the Share Offer — Conditions of the Public Offer” in the Prospectus.

The Offer Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreement. Prospective investors of the Offer Shares should note that the Joint Bookrunners (for themselves and on behalf of the Underwriters) are entitled, in their sole and absolute discretion, to terminate the Underwriters’ obligations under the Underwriting Agreement by notice in writing to the Company, upon the occurrence of any of the events set forth under section headed “Underwriting — Underwriting arrangements and expenses — Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Tuesday, 16 January 2018. In the event that the terms and conditions of the Share Offer as mentioned therein are not fulfilled or waived by the Joint Bookrunners (for themselves and on behalf of the other Underwriters) (as the case may be) on or before such dates and times, the Share Offer will lapse and all monies received will be refunded to the applicants of the Share Offer without interest and the Stock Exchange will be notified immediately. If the Share Offer does not become unconditional or the Underwriting Agreement are terminated in accordance with their terms, the Company will make an announcement as soon as possible on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.sling-inc.com.hk](http://www.sling-inc.com.hk) on the next business day following the date of such lapse.

Subject to the granting by the Stock Exchange of the approval for the listing of, and permission to deal in, the Shares on GEM and the Company’s 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 GEM 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 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 announcement of the level of indications of interest in the Placing, the level of applications, the basis of allotment and the results of application in the Public Offer will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.sling-inc.com.hk](http://www.sling-inc.com.hk) on Monday, 15 January 2018.

The results of allocation and the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer will be made available on Monday, 15 January 2018 in the manner described in the section headed “How to apply for the Public Offer Shares — 11. Publication of results” in the Prospectus.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 16 January 2018, dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Tuesday, 16 January 2018. The Shares will be traded in board lots of 5,000 Shares each. The GEM stock code of the Shares is 8285.

By Order of the Board  
**Sling Group Holdings Limited**  
**Yau Frederick Heng Chung**  
*Chairman and executive Director*

*Hong Kong, 29 December 2017*

*As at the date of this announcement, (i) the executive Directors are Mr. Yau Frederick Heng Chung, Mr. Lee Tat Fai Brian and Mr. Yip Chun Wai; (ii) the non-executive Directors are Mr. Yau Sonny Tai Nin and Mr. Yau Tai Leung Sammy; and (iii) the independent non-executive Directors are Mr. Tong Raymond Kwok Kong, Mr. Won Chik Kee and Mr. Feng Dai.*

*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, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no matters the omission of which would make any statement in this announcement misleading.*

*This announcement and a copy of the Prospectus will remain on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and in the case of this announcement, on the "Latest Company Announcements" page for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published and remains on the Company's website at [www.sling-inc.com.hk](http://www.sling-inc.com.hk).*