

Unless otherwise defined, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus of Top Standard Corporation (the “**Company**”) dated 31 January 2018 (the “**Prospectus**”).

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.

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 carefully 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, and 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 an offer or solicitation to purchase or subscribe for securities of the Company in the United States. The Offer 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 an exemption from the registration requirements of the U.S. Securities Act and in compliance with any applicable state securities laws. There will be no public offer and is not currently intended to be any public offer of securities in the United States.

Top Standard Corporation

(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 SHARE OFFER

Number of Offer Shares	: 200,000,000 Shares
Number of Public Offer Shares	: 20,000,000 Shares (subject to reallocation)
Number of Placing Shares	: 180,000,000 Shares (subject to reallocation)
Offer Price	: Not more than HK\$0.40 per Offer Share and expected to be not less than HK\$0.35 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 and subject to refund)
Nominal value	: HK\$0.01 per Share
Stock code	: 8510

Sponsor



Sole Bookrunner



Joint Lead Managers



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 Capitalisation Issue and the Share Offer as described in the Prospectus. Subject to the granting of 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 Share Offer comprises (i) the Public Offer of 20,000,000 Public Offer Shares (subject to reallocation), representing 10% of the total number of the Offer Shares; and (ii) the Placing of 180,000,000 Placing Shares (subject to reallocation), representing 90% of the total number of the Offer Shares. The allocation of the Offer Shares between the Placing and the Public Offer will be subject to reallocation as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

The Offer Price per Offer Share will not be more than HK\$0.40 and is expected to be not less than HK\$0.35. The Offer Price is expected to be fixed by the Price Determination Agreement between the Sole Bookrunner (for itself and on behalf of the Underwriters) and the Company on the Price Determination Date. The Price Determination Date is scheduled to be on or about Monday, 5 February 2018 or such later date as may be agreed between the Company and the Sole Bookrunner (for itself and on behalf of the Underwriters). If, for any reason, the Sole Bookrunner (for itself and on behalf of the Underwriters) and the Company are unable to reach an agreement on the Offer Price by the Price Determination Date, the Share Offer will not become unconditional and will lapse.

Applicants for the Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.40 per Share together with brokerage fee of 1%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$0.40 per Offer Share.

The Public Offer is conditional upon the fulfillment of the conditions as set out in the subsection headed “Structure and Conditions of the Share Offer — Conditions of the Share Offer” in the Prospectus. If such conditions are not fulfilled (or, where applicable, waived) in accordance with the terms and conditions of the Underwriting Agreements on or before the dates and times as specified therein, the Share Offer will lapse and thereafter, all money received will be refunded to applicants without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Share Offer will be published by the Company on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.topstandard.com.hk on the next business day immediately following the date of such lapse.

Prospective investors should note that the Sole Bookrunner (for itself and on behalf of the Underwriters) is entitled to terminate the obligations of the Underwriters under the Underwriting Agreements by giving notice to the Company upon the occurrence of any of the events set out in the sub-section headed “Underwriting — Underwriting Arrangements and Expenses — Public Offer — Grounds for termination of the Public Offer Underwriting Agreement” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Tuesday, 13 February 2018.

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.

Applicants who would like to have the allotted Public Offer Shares registered in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to have the allotted 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 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 Form, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 31 January 2018, until 12:00 noon on Monday, 5 February 2018 from:

(1) the following offices of the Public Offer Underwriters:

Underwriters	Address
Cinda International Capital Limited	45th Floor, COSCO Tower 183 Queen’s Road Central Hong Kong
CLC Securities Limited	13th Floor, Nan Fung Tower 88 Connaught Road Central Central, Hong Kong
Bluemount Securities Limited	Room 2403–05, Jubilee Centre 18 Fenwick Street Wanchai Hong Kong
Ping An Securities Limited	Unit 02, 2nd Floor China Merchants Building 152–155 Connaught Road Central Hong Kong
Sunfund Securities Limited	Unit 702–3, 7th Floor 100 Queen’s Road Central Hong Kong

(2) any of the following branches of Industrial and Commercial Bank of China (Asia) Limited, the receiving bank:

District	Branch Name	Address
Hong Kong Island	Central Branch	1/F., 9 Queen's Road Central, Hong Kong
	Quarry Bay Branch	Shop SLG1, Sub-Lower Ground Floor, Westlands Gardens, Nos. 2–12, Westlands Road, Quarry Bay, Hong Kong
Kowloon	Tsim Sha Tsui Branch	Shop 1&2, G/F, No. 35–37 Hankow Road, Tsimshatsui, Kowloon
	Telford Branch	Shop F19, Telford Plaza, Kowloon Bay, Kowloon
New Territories	Kwai Fong Branch	C63A–C66, 2/F, Kwai Chung Plaza, Kwai Fong, New Territories
	Shatin Branch	Shop 22J, Level 3, Shatin Centre, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 31 January 2018 until 12:00 noon on Monday, 5 February 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

Time for Lodging Application Forms

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**ICBC (Asia) Nominee Limited — Top Standard 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:

Wednesday, 31 January 2018	—	9:00 a.m. to 5:00 p.m.
Thursday, 1 February 2018	—	9:00 a.m. to 5:00 p.m.
Friday, 2 February 2018	—	9:00 a.m. to 5:00 p.m.
Saturday, 3 February 2018	—	9:00 a.m. to 1:00 p.m.
Monday, 5 February 2018	—	9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Monday, 5 February 2018. The application lists will be open from 11:45 a.m. to 12:00 noon on the same date, the last application day or such later time as described in the paragraph headed "How to Apply for the Public Offer Shares — 9. 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 Wednesday, 31 January 2018 until 12:00 noon on Monday, 5 February 2018 or such later time as described in the section headed “How to Apply for the Public Offer Shares — 9. 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 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 expects to announce the final Offer Price, the indication of the level of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Monday, 12 February 2018 on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.topstandard.com.hk. The results of allocations, with the successful applicants’ identification document numbers if applicable, under the Public Offer will be made available through a variety of channels from Monday, 12 February 2018 in the manner described in the section headed “How to Apply for the Public Offer Shares — 10. Publication of Results” in the Prospectus.

Share certificates for the Offer Shares will only become valid documents of title when the Public Offer has become unconditional in all respects and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised prior to 8:00 a.m. (Hong Kong time) on the Listing Date. No temporary documents of title will be issued by the Company. No receipt will be issued for the subscription monies for the Offer Shares.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Tuesday, 13 February 2018. Shares will be traded in board lots of 8,000 Shares. The GEM stock code for the Shares is 8510.

By order of the Board of
Top Standard Corporation
Chuk Stanley
Chairman

Hong Kong, 31 January 2018

As at the date of this announcement, the executive Directors are Mr. Chuk Stanley, Mr. Lam Ka Wong, Johnson and Mr. Chuk Kin Yuen; and the independent non-executive Directors are Ms. Chian Yat Ping, Mr. Yew Tak Yun, Paul and Mr. Chan Kwok Ki, Stephen.

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

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 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 on the Company's website at www.topstandard.com.hk.