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Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 23 August 2018 (the “**Prospectus**”) and issued by Eggriculture Foods Ltd. (the “**Company**”).

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 Company and 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 the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities of the Company in the United States or in any other jurisdictions. 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**”) or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. There will be no public offer of securities in the United States.

Eggriculture Foods Ltd.
永續農業發展有限公司
(Incorporated in the Cayman Islands with limited liability)

**LISTING ON THE GEM OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF SHARE OFFER**

Number of Offer Shares	: 125,000,000 Shares
Number of Placing Shares	: 112,500,000 Shares (subject to reallocation)
Number of Public Offer Shares	: 12,500,000 Shares (subject to reallocation)
Offer Price	: Not more than HK\$0.50 per Offer Share and expected to be not less than HK\$0.40 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 on application and subject to refund)
Nominal value	: HK\$0.01 per Share
Stock code	: 8609

Sole Sponsor



Joint Bookrunners and 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 on the Stock Exchange as mentioned in the Prospectus.

The Share Offer comprises the Public Offer and the Placing. The Company is offering 125,000,000 Offer Shares under the Share Offer at the Offer Price, representing 25% of the issued share capital of the Company upon completion of the Share Offer and Capitalisation Issue (without taking into account any Shares which may be allotted and issued upon the exercise of any option which may be granted under the Share Option Scheme), on and subject to the terms and conditions as set out in the Underwriting Agreements, the Prospectus and the Application Forms. Among the 125,000,000 Offer Shares, 12,500,000 Shares (subject to reallocation), representing 10% of the total number of the Offer Shares, will be offered under the Public Offer and the remaining 112,500,000 Shares (subject to reallocation), representing 90% of the total number of the Offer Shares, will be conditionally placed under the Placing by the Underwriter(s), on behalf of the Company, to selected professional, institutional and other investors in Hong Kong. If the number of Shares validly applied for in the Public Offer represents (i) 15 times or more but less than 50 times, (ii) 50 times or more but less than 100 times, and (iii) 100 times or more, of the number of Shares initially available under the Public Offer, the total number of Shares available under the Public Offer will be increased to 37,500,000 Shares, 50,000,000 Shares and 62,500,000 Shares, respectively, representing 30% (in the case of (i)), 40% (in the case of (ii)) and 50% (in the case of (iii)), respectively, of the total number of Shares initially available under the Share Offer. In such cases, the number of Shares allocated in the Placing will be correspondingly reduced, in such manner as the Joint Lead Managers deem appropriate. If such reallocation is done other than pursuant to case (i), (ii) or (iii) above, the maximum total number of Offer Shares that may be allocated to the Public Offer following such reallocation shall not be more than double of the initial allocation to the Public Offer (i.e. 25,000,000 Public Offer Shares, representing 20% of the number of the Offer Shares available for subscription under the Share Offer) and the final Offer Price will be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$0.40 per Offer Share). For further details of the possible adjustments to the allocation of the Offer Shares between the Public Offer and the Placing, please refer to the section headed “Structure of the Share Offer” of the Prospectus.

Subject to the approval for listing of, and permission to deal in, the Shares on GEM and 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 (i.e. Friday, 7 September 2018) or on any other date as determined by HKSCC. Settlement of transaction 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\$0.50 per Offer Share and is expected to be not less than HK\$0.40 per Offer Share. Applicants under the Public Offer must pay, on application, the maximum indicative Offer Price of HK\$0.50 per Offer Share plus 1% brokerage, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee, subject to refund if the final Offer Price should be lower than HK\$0.50 per Offer Share.

If the Offer Price as finally determined is less than HK\$0.50 per Offer Share, appropriate refund payments (including the brokerage, 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 Public Offer Shares – 13. Refund of application monies” of the Prospectus.

The Share Offer is conditional upon the fulfilment of the conditions as set out in the paragraph headed “Conditions of the Share Offer” in the section headed “Structure of the Share Offer” in the Prospectus. If such conditions are not fulfilled or (where applicable) waived prior to the dates and times as specified, the Share Offer shall lapse and the Stock Exchange will be notified immediately. Notice of the lapse of the Share Offer will be published on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at eggstory.com.sg on the next business day after such lapse.

Prospective investors should note that the Joint Lead Managers (for themselves and on behalf of the other Underwriters) are entitled to terminate the Underwriting Agreements 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” of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Friday, 7 September 2018.

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

Applicants who would like to have the allotted Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of **HK eIPO White Form** Service Provider at www.hkeipo.hk under the **HK eIPO White Form** services. 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 Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 23 August 2018 until 12:00 noon on Tuesday, 28 August 2018 from the following locations:

1. the following office of the Public Offer Underwriters:

Central China International Capital Limited
Suite 3108,
Two Exchange Square,
8 Connaught Place Central,
Hong Kong

China Industrial Securities International
Capital Limited
7/F, Three Exchange Square,
8 Connaught Place Central,
Hong Kong

2. any of the following branches of the receiving bank:

Wing Lung Bank Limited

	Branch name	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	North Point Branch	361 King's Road
Kowloon	Mongkok Branch	B/F, Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch	4 Carnarvon Road
New Territories	Tsuen Wan Branch	251 Sha Tsui Road

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 23 August 2018 until 12:00 noon on Tuesday, 28 August 2018 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 "Wing Lung Bank (Nominees) Limited – Eggriculture Foods Ltd. 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:

The application lists will be opened from 11:45 a.m. to 12:00 noon on Tuesday, 28 August 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.

23 August 2018 (Thursday)	—	9:00 a.m. to 5:00 p.m.
24 August 2018 (Friday)	—	9:00 a.m. to 5:00 p.m.
25 August 2018 (Saturday)	—	9:00 a.m. to 1:00 p.m.
27 August 2018 (Monday)	—	9:00 a.m. to 5:00 p.m.
28 August 2018 (Tuesday)	—	9:00 a.m. to 12:00 noon

Time for Inputting electronic application instructions⁽¹⁾

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

Thursday, 23 August 2018	—	9:00 a.m. to 8:30 p.m.
Friday, 24 August 2018	—	8:00 a.m. to 8:30 p.m.
Monday, 27 August 2018	—	8:00 a.m. to 8:30 p.m.
Tuesday, 28 August 2018	—	8:00 a.m. to 12:00 noon

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 23 August 2018 until 12:00 noon on Tuesday, 28 August 2018 (24 hours daily, except on Tuesday, 28 August 2018, the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Tuesday, 28 August 2018, the last application day or such later time as described in the paragraph headed “10. Effect of bad weather on the opening of the application lists” in the section headed “How to apply for the Public Offer Shares” in the Prospectus.

Note:

- (1) The times in this sub-section are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

Please refer to the sections headed “Structure 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 (i) the final Offer Price; (ii) the level of indication of interest under the Placing; (iii) the level of applications in the Public Offer; and (iv) the basis of allotment of the Offer Shares under the Public Offer on Thursday, 6 September 2018 on the Company’s website at eggstory.com.sg and the website of the Stock Exchange at 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 Public Offer Shares – 11. Publication of results” of the Prospectus on Thursday, 6 September 2018.

Assuming the Share Offer becomes unconditional in all respects and the Underwriting Agreements are not terminated in accordance with their terms prior to 8:00 a.m. on Friday, 7 September 2018, dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Friday, 7 September 2018 and share certificates will only be valid at 8:00 a.m. on Friday, 7 September 2018. Shares will be traded in board lot of 10,000 Shares each. The stock code for the Shares is 8609. The Company will not issue any receipt for sum paid on application or temporary documents of title.

By order of the Board
Eggriculture Foods Ltd.
Ma Chin Chew
Chairman

Hong Kong, 23 August 2018

As at the date of this announcement, the executive Directors are Mr. Ma Chin Chew, Ms. Lim Siok Eng and Mr. Tang Hong Lai; and the independent non-executive Directors are Mr. Teo Beng Fwee, Mr. Yuen Ka Lok Ernest and Mr. Sneddon Donald William.

This announcement, for which all 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 and in the case of this announcement, on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least seven 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 eggstory.com.sg.