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## INFORMATION ABOUT THE GLOBAL OFFERING

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<b>Issuer</b>	Golden Wheel Tiandi Holdings Company Limited 金輪天地控股有限公司
<b>The Offering</b>	Global Offering of 450,000,000 Shares (subject to adjustment and the Over-allotment Option) comprising (i) 45,000,000 Hong Kong Public Offer Shares (subject to adjustment); and (ii) 405,000,000 International Offer Shares (subject to adjustment and the Over-allotment Option).
<b>Offer price range</b>	HK\$1.38 per Offer Share to HK\$1.72 per Offer Share
<b>Stock borrowing arrangement</b>	A stock borrowing agreement is expected to be entered into between Golden Wheel Realty and the Sole Global Coordinator pursuant to which the Sole Global Coordinator may borrow up to an aggregate of 67,500,000 Shares from Golden Wheel Realty for the purpose of covering over-allocation in the International Offering
<b>Over-allotment Option</b>	Up to an aggregate of 67,500,000 Shares (representing in aggregate 15% of the Shares initially being offered under the Global Offering). See the section headed “Structure of the Global Offering — The International Offering”
<b>Shares issued after the Global Offering</b>	1,800,000,000 Shares (excluding the Shares to be issued pursuant to the exercise of the Over-allotment Option)
<b>Lock-up undertakings by the Company and the Controlling Shareholders</b>	See the section headed “Underwriting — The Hong Kong Public Offering”
<b>Dividend policy</b>	See the section headed “Financial Information — Dividend Policy”
<b>Voting rights</b>	Each Share entitles its holder to one vote at our Shareholders’ meeting. See the section headed “Appendix V — Summary of the Constitution of the Company and Cayman Islands Companies Law”
<b>Stamp duty</b>	Dealings in our Shares registered in the share register of our Company in Hong Kong will be subject to Hong Kong stamp duty

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### **Application for listing on the Hong Kong Stock Exchange**

An application has been made to the Listing Committee for the listing of, and permission to deal in, our Shares in issue and to be issued pursuant to (i) the Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option); and (ii) the exercise of any options that may be granted under our Share Option Scheme.

Save as disclosed herein, no part of the equity or debt securities of our Company is listed on or dealt in on any other stock exchange and no such listing or permission to list is being or is proposed to be sought in the near future.

### **Restrictions on offers and offers for sale**

No action has been taken to permit a public offering of the Offer Shares or the general distribution of this prospectus and/or the Application Forms in any jurisdiction other than Hong Kong. The distribution of this prospectus and the offering of the Offer Shares in other jurisdictions are subject to restrictions and may not be made except as permitted under the applicable securities laws of such jurisdictions and pursuant to registration with or authorization by the relevant securities regulatory authorities or an exemption therefrom.

Each person acquiring the Hong Kong Public Offer Shares under the Hong Kong Public Offering will be required to, or be deemed by his acquisition of the Offer Shares to, confirm that he is aware of the restrictions on offers of the Offer Shares described in this prospectus.

We offer the Hong Kong Public Offer Shares solely on the basis of the information contained and representations made in this prospectus and the related Application Forms and on the terms and subject to the conditions contained in this prospectus and such forms. No person is authorised in connection with the Global Offering to give any information, or to make any representation, not contained in this prospectus, and any information or representation not contained in this prospectus must not be relied upon as having been authorised by our Company, the Sole Sponsor, the Sole Global Coordinator, the Joint Bookrunners, the Joint Lead Managers, the Underwriters, any of their respective directors, officers or any other persons or parties involved in the Global Offering.