

*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated September 5, 2013 (the “**Prospectus**”) issued by Tenwow International Holdings Limited (the “**Company**”).*

*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 offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Shares thereby 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 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.*

*In connection with the Global Offering, The Hongkong and Shanghai Banking Corporation Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).*

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Thursday, October 10, 2013, being the 30th day after the date of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



天喔國際控股有限公司
Tenwow International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

- Number of Offer Shares under the : 500,000,000 Shares (subject to the
Global Offering Over-allotment Option)
Number of Hong Kong Offer Shares : 50,000,000 Shares (subject to
adjustment)
Number of International Offer Shares : 450,000,000 Shares (subject to
adjustment and the Over-allotment
Option)
Maximum Offer Price : HK\$3.15 per Offer Share plus
brokerage of 1.0%, SFC transaction
levy of 0.003% and Stock Exchange
trading fee of 0.005% (payable in
full on application in Hong Kong
dollars and subject to refund)
Nominal value : HK\$0.1 per Share
Stock code : 01219

Joint Global Coordinators and Joint Sponsors (in alphabetical order)

Deutsche Bank Group 

HSBC 

Joint Bookrunners (in alphabetical order)

 **CICC**
中金香港証券

Deutsche Bank Group 

HSBC 

Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus (including the Shares to be issued pursuant to (i) the Capitalization Issue, (ii) Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option); and (iii) the exercise of any options granted under the Pre-IPO Share Option Scheme and the options which may be granted under the Post-IPO Share Option Scheme). Dealings in the Shares on the Main Board are expected to commence at 9:00 a.m. on Tuesday, September 17, 2013. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at <http://ir.tenwow.com.hk> and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offering of initially 50,000,000 Offer Shares (subject to adjustment), and the International Offering of initially 450,000,000 Offer Shares (subject to adjustment and the Over-allotment Option). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section "Structure of the Global Offering" in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange 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 date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be 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 to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$3.15 per Offer Share and is currently expected to be not less than HK\$3.00 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$3.15 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$3.15 per Offer Share.

Applications for the Hong Kong 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 allocated Hong Kong 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 **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who would like to have the allocated Hong Kong 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 Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, September 5, 2013, until 12:00 noon on Tuesday, September 10, 2013 from:

1. **Deutsche Bank AG, Hong Kong Branch**, 52/F, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong
2. **The Hongkong and Shanghai Banking Corporation Limited**, 1 Queen's Road Central, Hong Kong
3. **China International Capital Corporation Hong Kong Securities Limited**, 29/F, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong
4. any of the following branches of **The Hongkong and Shanghai Banking Corporation Limited**:

| | Branch name | Branch address |
|-------------------------|------------------------|--|
| Hong Kong Island | Hong Kong Office | Level 3, 1 Queen's Road Central |
| | North Point Branch | G/F, Winner House, 306-316 King's Road, North Point |
| | Hopewell Centre Branch | Shop 2A, 2/F, Hopewell Centre, 183 Queen's Road East, Wan Chai |
| Kowloon | Mong Kok Branch | Basement & U/G, 673 Nathan Road, Mong Kok |
| | Tsim Sha Tsui Branch | Basement & 1/F, 82-84 Nathan Road, Tsim Sha Tsui |
| New Territories | Kwai Hing Branch | Shop 2, 3/F, Sun Kwai Hing Plaza, 166-174 Hing Fong Road, Kwai Chung |
| | Shatin Plaza Branch | Shop 49, Level 1, Shatin Plaza, 21-27 Sha Tin Centre Street, Sha Tin |

or

5. any of the following branches of **Bank of Communications Co., Ltd. Hong Kong Branch**:

| | Branch name | Branch address |
|-------------------------|---------------------------------|---|
| Hong Kong Island | Hong Kong Branch | 20 Pedder Street, Central |
| | Quarry Bay Sub-Branch | G/F., 981C, King's Road, Quarry Bay |
| Kowloon | Kwun Tong Sub-Branch | Shop A, G/F., Hong Ning Court, 55 Hong Ning Road, Kwun Tong |
| | Cheung Sha Wan Plaza Sub-Branch | Unit G04, Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road |
| New Territories | Sha Tsui Road Sub-Branch | 122-124 Sha Tsui Road, Tsuen Wan |

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, September 5, 2013 until 12:00 noon on Tuesday, September 10, 2013 from the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "HSBC Nominees (Hong Kong) Limited — Tenwow Public Offer" attached should be deposited in the special collection boxes provided at any of the branches of The Hongkong and Shanghai Banking Corporation Limited and Bank of Communications Co., Ltd. Hong Kong Branch referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying by **White Form eIPO** may submit applications through the **White Form eIPO** Service at www.eipo.com.hk from 9:00 a.m. on Thursday, September 5, 2013 until 11:30 a.m. on Tuesday, September 10, 2013 or such later time as described in the section "How to Apply for Hong Kong Offer Shares — Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, September 5, 2013 until 12:00 noon on Tuesday, September 10, 2013.

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

The Company expects to publish the announcement on the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on the website of the Stock Exchange (www.hkexnews.hk) and (iv) on our website (<http://ir.tenwow.com.hk>) on or before Monday, September 16, 2013. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Monday, September 16, 2013 as described in the section “How to Apply for the Hong Kong Offer Shares — Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. No receipt will be issued for application monies received. Dealings in the Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, September 17, 2013. The Shares will be traded in board lots of 1,000 Shares each. The stock code of the Shares is 01219.

By order of the Board of Directors
Tenwow International Holdings Limited
Lin Jianhua
Chairman

Hong Kong, September 5, 2013

As at the date of this announcement, the executive Director of the Company are Lin Jianhua, Wang Juewei, Lam Hang Boris, Yeung Yue Ming and Au Lai Hang; and the non-executive Director is Chen Shirley Shiyong; and the proposed independent non-executive Directors with effect from the Listing Date are Liu Chang-Tzong, Cheung Yui Kai Warren and Wang Longgen.

*Please also refer to the published version of this announcement in the **South China Morning Post** (in English) and the **Hong Kong Economic Times** (in Chinese).*