
IMPORTANT

If you are in any doubt about any of the contents of this prospectus, you should seek independent professional advice.

金邦達 Goldpac

Goldpac Group Limited
金邦達寶嘉控股有限公司

(Incorporated in Hong Kong with limited liability)

GLOBAL OFFERING

- Number of Shares offered under the Global Offering** : 200,000,000 Shares (subject to the Over-allotment Option)
- Number of International Offer Shares** : 180,000,000 Shares (subject to adjustment and the Over-allotment Option)
- Number of Hong Kong Public Offer Shares** : 20,000,000 Shares (subject to adjustment)
- Maximum Offer Price** : HK\$5.67 per Offer Share (payable in full on application in Hong Kong dollars, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, and subject to refund)
- Nominal value** : HK\$0.001 per Share
- Stock code** : 3315

Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



BOC INTERNATIONAL

Joint Sponsors



BOC INTERNATIONAL



Shenyin Wanguo Capital (H.K.) Limited

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, 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 prospectus.

A copy of this prospectus, with the documents specified in the section headed "Appendix V – Documents Delivered to the Registrar of Companies and Available for Inspection" in this prospectus, has been registered with the Registrar of Companies in Hong Kong as required by Section 38D of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or any other documents referred to above.

The Offer Price is expected to be determined by agreement between the Sole Global Coordinator (for itself and on behalf of the Underwriters) and our Company on the Price Determination Date. The Price Determination Date is expected to be on or around Thursday, 28 November 2013 or such later date as may be agreed by the Sole Global Coordinator and our Company, but in any event not later than Monday, 2 December 2013.

The Offer Price will not be more than HK\$5.67 per Offer Share and is currently expected to be not less than HK\$4.52 per Offer Share unless otherwise announced. Investors applying for Hong Kong Public Offer Shares must pay, on application, the maximum Offer Price of HK\$5.67 for each Offer Share together with a brokerage of 1.0%, a SFC transaction levy of 0.003% and a Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price is lower than HK\$5.67.

The Sole Global Coordinator (for itself and on behalf of the Underwriters), may, with consent of our Company, reduce the indicative Offer Price range stated in this prospectus and/or the number of Offer Shares being offered at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, a notice of the reduction of the indicative Offer Price range will be published in the *South China Morning Post* (in English) and the *Hong Kong Economic Times* (in Chinese) not later than the morning of the last day for lodging applications under the Hong Kong Public Offering. Such notice will also be available at the website of the Stock Exchange at www.hkexnews.hk and our website at www.goldpac.com. Further details are set out in the sections headed "Structure of the Global Offering" and "How to apply for the Hong Kong Public Offer Shares" in this prospectus.

If, for any reason, the Offer Price is not agreed between the Sole Global Coordinator (for itself and on behalf of the Underwriters) and our Company on or before Monday, 2 December 2013, the Global Offering will not become unconditional and will lapse immediately.

Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this prospectus, including the risk factors set out in the section headed "Risk Factors" in this prospectus.

Prospective investors of the Hong Kong Public Offer Shares should note the obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement to subscribe, and to procure subscribers to subscribe for, the Hong Kong Public Offer Shares, are subject to termination by the Sole Global Coordinator (for itself and on behalf of the Underwriters) if certain events shall occur prior to 8:00 am (Hong Kong time) on the day on which dealings in the Shares first commence on the Stock Exchange. Further details of the terms of such provisions are set out in the section headed "Underwriting" in this prospectus.

The Offer Shares have not been and will not be registered under the US Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States or to, or for the account or benefit of US persons, except pursuant to an exemption from, or in a transaction not subject to, the registration requirement under the US Securities Act. The Offered Shares are being offered and sold outside the United States in reliance on Regulation S under the US securities Act and the applicable laws of each jurisdiction where those offers and sales occur.