

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Prospective investors should read the prospectus dated 26 November 2013 (the “Prospectus”) issued by Huaxi Holdings Company Limited (the “Company”) for detailed information about the Placing and Public Offer (collectively, “Share Offer”) described below before deciding whether or not to invest in the Offer Shares.

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same respective meanings as defined in the Prospectus.

This announcement is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States except pursuant to registration or an exemption from registration requirements under the United States Securities Act of 1933, as amended (the “US Securities Act”). The Public Offer Shares are being offered and sold outside the United States in offshore transactions in accordance with Regulation S under the US Securities Act. There will not and is not currently intended to be any public offering of securities in the United States.

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HUAXI HOLDINGS COMPANY LIMITED
華禧控股有限公司

(Incorporated in the Cayman Islands with limited liability)

**LISTING ON THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF
PLACING AND PUBLIC OFFER**

Number of Offer Shares	:	75,000,000 Shares (comprising 60,000,000 new Shares to be offered by the Company and 15,000,000 Sale Shares to be offered by the Selling Shareholder, subject to adjustment and the Over-allotment Option)
Number of Placing Shares	:	67,500,000 Shares (subject to re-allocation and the Over-allotment Option)
Number of Public Offer Shares	:	7,500,000 Shares (subject to re-allocation)
Offer Price	:	Not more than HK\$1.48 per Offer Shares and expected to be not less than HK\$1.18 per Offer Share (payable in full on application 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\$0.01 each
Stock code	:	1689

Sponsor



Haitong International Capital Limited

Sole Bookrunner and Sole Lead Manager



Haitong International Securities Company Limited

Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus pursuant to the Share Offer and the Capitalisation Issue and any Shares which may fall to be issued upon the exercise of the Over-allotment Option and Shares to be issued upon the exercise of any options which may be granted under the Share Option Scheme. The Share Offer comprises the Public Offer of initially 7,500,000 Shares, representing 10% of the total number of Shares initially being offered in the Share Offer (subject to re-allocation) and the Placing of initially 67,500,000 Shares, representing 90% of the total number of Shares initially being offered in the Share Offer (subject to the Over-allotment Option and re-allocation). In connection with the Share Offer, it is expected that the Sole Lead Manager will be granted the Over-allotment Option to require the Company to allot and issue up to an aggregate of 11,250,000 new Shares, representing 15% of the initial number of Offer Shares. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on its website at www.huaxihds.com.hk and on the Stock Exchange's website at www.hkexnews.hk. The Offer Price will be not more than HK\$1.48 per Offer Share and is expected to be not less than HK\$1.18 per Offer Share. Applicants for the Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.48 per Offer Share together with a brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price is lower than HK\$1.48.

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms.

Applicants who would like to be allotted the Public Offer Shares in their own names should complete and sign the **WHITE** Application Forms.

Applicants who would like to have the Public Offer Shares allotted and 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 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 Tuesday, 26 November 2013 until 12:00 noon on Friday, 29 November 2013 at:

Haitong International Securities Company Limited

22/F, Li Po Chun Chambers
189 Des Voeux Road Central
Hong Kong

or any of the following branches of Standard Chartered Bank (Hong Kong) Limited:

	<u>Branch Name</u>	<u>Address</u>
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central
	Causeway Bay Branch	G/F, Yee Wah Mansion, 38-40A Yee Wo Street, Causeway Bay
	Hennessy Road Branch	399 Hennessy Road, Wanchai
	North Point Centre Branch	Shop G, G/F, North Point Centre, 284 King's Road, North Point
Kowloon	San Po Kong Branch	Shop A, G/F, Perfect Industrial Building, 31 Tai Yau Street, San Po Kong
	Kwun Tong Branch	G/F, 414 Kwun Tong Road, Kowloon
	Tsimshatsui Branch	G/F, 8A-10 Granville Road, Tsimshatsui
	Lok Fu Shopping Centre Branch	Shop G201, G/F., Lok Fu Shopping Centre
New Territories	Tsuen Wan Branch	Shop C, G/F & 1/F, Jade Plaza, 298 Sha Tsui Road, Tsuen Wan
	Tuen Mun Town Plaza Branch	Shop No. G047-G052, Tuen Mun Town Plaza Phase I, Tuen Mun
	Tai Po Branch	G/F, Shop No. 2, 23 & 25 Kwong Fuk Road, Tai Po Market, Tai Po
	Metroplaza Branch	Shop No. 175-176, Level 1, Metroplaza, 223 Hing Fong Road, Kwai Chung

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 26 November 2013 until 12:00 noon on Friday, 29 November 2013 from:

- (i) the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong; or
- (ii) your licensed securities dealers who may also have such Application Forms and the Prospectus available.

Both **WHITE** and **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, to which cheques or banker's cashier orders made payable to "Horsford Nominees Limited – Huaxi Holdings Public Offer" should be securely stapled, should be deposited in the special collection boxes provided at any of the branches referred to above on the following dates during the following times:

Tuesday, 26 November 2013	–	9:00 a.m. – 5:00 p.m.
Wednesday, 27 November 2013	–	9:00 a.m. – 5:00 p.m.
Thursday, 28 November 2013	–	9:00 a.m. – 5:00 p.m.
Friday, 29 November 2013	–	9:00 a.m. – 12:00 noon

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 26 November 2013 until 12:00 noon on Friday, 29 November 2013. The application lists will open from 11:45 a.m. to 12:00 noon on Friday, 29 November 2013 (or such later date as may apply in case of certain bad weather conditions as described in the paragraph headed "How to apply for the Public Offer Shares – Effect of bad weather conditions on the opening of the application lists" in the Prospectus).

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 publish the announcement on the final Offer Price, the level of applications under the Public Offer, the basis of allocation of the Public Offer Shares under the Public Offer and the indication of the level of interest in the Placing on Thursday, 5 December 2013 in The Standard (in English), the Hong Kong Economic Journal (in Chinese), on the website of the Company at www.huaxihds.com.hk and on the Stock Exchange's website at www.hkexnews.hk.

Results of allocations of the Public Offer, the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants (where appropriate) and the number of the Public Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms and by giving electronic application instructions to HKSCC via CCASS, will be made available through a variety of channels from Thursday, 5 December 2013 as described in the section headed “How to apply for the Public Offer Shares – Publication of results” in the Prospectus.

The Company will not issue temporary documents of title of the Shares. No receipt will be issued for sum paid on application. Share certificates will only become valid certificates of title provided that the Public Offer has become unconditional in all aspects and the right of termination described in the paragraph headed “Underwriting – Underwriting arrangements and expenses – Grounds for termination” in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. on Friday, 6 December 2013.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 6 December 2013, dealings in the Offer Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 6 December 2013. Our Shares will be traded in board lots of 2,000 Shares each. The stock code of our Shares is 1689.

By Order of the Board
Huaxi Holdings Company Limited
Zheng Andy Yi Sheng
Chairman

Hong Kong, 26 November 2013

As at the date of this announcement, the Board comprises Mr. Zheng Andy Yi Sheng, Mr. Zheng Minsheng as the executive Directors, and Mr. Ma Wenming, Mr. Lau Kwok Hung and Mr. Fok Po Tin as the independent non-executive Directors.

Please also refer to the published version of this announcement in The Standard (in English) and the Hong Kong Economic Journal (in Chinese).