## **IMPORTANT**

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

## TK Group (Holdings) Limited 東江集團(控股)有限公司

(incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

Number of Offer Shares : 200,000,000 Shares (subject to the Overunder the Global Offering allotment Option)

Number of Hong Kong Offer Shares : 20,000,000 Shares (subject to adjustment)

Number of International Placing Shares : 180,000,000 Shares (subject to adjustment

and the Over-allotment Option)

Maximum Offer Price : HK\$1.40 per Offer Share (payable in full on

application in Hong Kong dollars, subject to refund on final pricing, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%)

Nominal Value: HK\$0.10 each

Stock Code : 2283

Sole Global Coordinator, Sole Sponsor and Sole Bookrunner



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, having attached to it the documents specified in the section headed "Documents delivered to the Registrar of Companies in Hong Kong and available for inspection" in Appendix V to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or any other document referred to above.

The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (on behalf of the Underwriters) and us on the Price Determination Date. The Price Determination Date is expected to be on or around Monday, 16 December 2013 and, in any event, not later than 5:00 p.m. on Wednesday, 18 December 2013. The Offer Price will be not more than HK\$1.40 and is currently expected to be not less than HK\$1.10 unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.40 for each Hong Kong Offer Share together with brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% subject to refund if the Offer Price as finally determined should be lower than HK\$1.40.

The Sole Global Coordinator (on behalf of the Underwriters) may, with our consent, reduce the number of Hong Kong Offer Shares and/or the indicative Offer Price range below that stated in this prospectus per Offer Share at any time on or before the morning of the last day for lodging applications under the Hong Kong Public Offer. In such case, notices of the reduction in the number of the Hong Kong Offer Shares and/or the indicative Offer Price range will be published in The Standard (in English) and the Hong Kong Economic Times (in Chinese) and on the websites of the Stock Exchange at <a href="https://www.hkexnews.hk">www.hkexnews.hk</a> and our Company at <a href="https://www.tkmold.com">www.tkmold.com</a> not later than the morning of the last day for lodging applications under the Hong Kong Public Offer. If, for any reason, the Offer Price is not agreed between the Sole Global Coordinator (on behalf of the Underwriters) and us, the Global Offering (including the Hong Kong Public Offer) will not proceed. Further details are set out in the sections headed "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares".

The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement to procure subscribers for or themselves to subscribe for the Hong Kong Offer Shares, are subject to termination by the Sole Global Coordinator (on behalf of the Hong Kong Underwriters) if certain grounds arise before 8:00 a.m. on the day that trading in the Offer Shares is due to commence on the Stock Exchange. These grounds are set out in the section headed "Underwriting—Grounds for termination" in this prospectus. It is important that you refer to that section for further details.

The Offer Shares have not been, and will not be, registered under the U.S. Securities Act and, subject to certain exceptions, may not be offered or sold in the United States.