

IMPORTANT

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



Sunshine 100 China Holdings Ltd

陽光100中國控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares	: 500,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 50,000,000 Shares (subject to reallocation)
Number of International Placing Shares	: 450,000,000 Shares (subject to reallocation and the Over-allotment Option)
Maximum Offer Price	: HK\$4.80 per Offer Share, plus brokerage fee of 1%, 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\$0.01 per Share
Stock code	: 2608

Joint Sponsors



Joint Global Coordinators



Joint Bookrunners and Joint Lead Managers



Co-Lead Managers



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, together with the documents specified under the section entitled "Appendix VIII—Documents Delivered to the Registrar of Companies and Available for Inspection" 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 of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this prospectus or any other documents referred to above.

The Offer Price is expected to be fixed by agreement between the Joint Sponsors (on behalf of the Hong Kong Underwriters) and us on the Price Determination Date, which is expected to be on or around March 6, 2014 or such later date as may be agreed between the parties, but in any event no later than March 11, 2014. The Offer Price will be announced in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) as soon as practicable after it is fixed. The Offer Price will not be more than HK\$4.80 per Offer Share and is expected to be not less than HK\$4.00 per Offer Share. Investors applying for the Hong Kong Offer Shares must pay the maximum Offer Price of HK\$4.80 per Offer Share, together with brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price shall be lower than HK\$4.80 per Offer Share. The Joint Sponsors (on behalf of the Hong Kong Underwriters) may, with our consent, reduce the number of Offer Shares and/or the indicative Offer Price range stated above in this prospectus at any time prior to the morning of the last day for lodging applications under the Hong Kong Public Offer. In such a case, notices of the reduction of the number of Offer Shares and/or the indicative Offer Price range will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) as soon as practicable following the decision to make such a reduction, and in any event not later than the morning of the day which is the last day for lodging applications under the Hong Kong Public Offer. If applications for the Hong Kong Offer Shares have been submitted prior to the day which is the last day for lodging applications under the Hong Kong Public Offer, such applications can be subsequently withdrawn if the number of Offer Shares and/or the indicative Offer Price range is so reduced. If, for whatever reason, the Joint Sponsors and us are unable to agree on the Offer Price by March 11, 2014, the Global Offering will not proceed and will lapse.

Prospective investors of the Offer Shares should note that the Hong Kong Underwriters are entitled to terminate their obligations under the Hong Kong Underwriting Agreement by notice in writing to us given by the Joint Sponsors (on behalf of the Hong Kong Underwriters), upon occurrence of any of the events set forth in the section entitled "Underwriting—Grounds for Termination" in this prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the day trading in our Shares commences on the Stock Exchange.

Prior to making an investment decision, prospective investors should consider carefully all the information set forth in this prospectus, including but not limited to the risk factors set forth in the section entitled "Risk Factors" in this prospectus.

The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities law of the United States and may not be offered or sold, pledged or transferred within the United States except that the Offer Shares may be offered, sold or delivered to QIBs in reliance on Rule 144A or another exemption from the registration requirements under the U.S. Securities Act or outside the United States in reliance on Regulation S under the U.S. Securities Act.

February 27, 2014