

*Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated February 28, 2014 (the “**Prospectus**”) issued by Sunfonda Group Holdings Limited (the “**Company**”).*

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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 Company and the Global Offering described below before deciding whether or not to invest in the Shares being offered.

*This announcement is not an offer of securities for sale in the United States. The Company has not registered and does not intend to register any securities referred to in this announcement under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”). Securities of the Company may not be offered or sold in the United States absent registration under the U.S. Securities Act or an applicable exemption from the registration requirements under the U.S. Securities Act. There will not be and is not currently intended to be any public offering of securities in the United States.*

*In connection with the Global Offering, J.P. Morgan Securities plc, as the 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 the 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 April 4, 2014, 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.



Sunfonda Group Holdings

Sunfonda Group Holdings Limited

新豐泰集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	150,000,000 Shares (subject to the Over-allotment Option)
Number of International Offer Shares	:	135,000,000 Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares	:	15,000,000 Shares (subject to adjustment)
Maximum Offer Price	:	HK\$4.55 per Hong Kong Offer Share, plus 1% brokerage, SFC transaction levy of 0.003%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	:	US\$0.0001 per Share
Stock Code	:	01771

Sole Global Coordinator and Sole Sponsor

J.P.Morgan

Joint Bookrunners and Joint Lead Managers

J.P.Morgan



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 pursuant to the Global Offering (including any additional Shares which may be issued upon the exercise of the Over-allotment Option and the options which may be granted under the Share Option Scheme). The Global Offering comprises (a) the Hong Kong Public Offering of 15,000,000 Shares (subject to adjustment) and (b) the International Offering of 135,000,000 Shares (subject to adjustment and the Over-allotment Option), representing approximately 10% and 90%, respectively of the Shares to be issued pursuant to the Global Offering. The Offer Price will not be more than HK\$4.55 per Share and is expected to be not less than HK\$3.65 per Share.

Subject to the granting of the approval for the 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 transactions 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.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Sole Global Coordinator at its sole and absolute discretion on behalf of the International Underwriters for up to 30 days after the last day for the lodging of applications under the Hong Kong Public Offering. A press announcement will be made in the event that the Over-allotment Option is exercised. Pursuant to the Over-allotment Option, the Sole Global Coordinator will have the right to require the Company to issue up to an aggregate of 22,500,000 Shares representing in aggregate approximately 15% of the initial number of the Offer Shares at the Offer Price to cover, among other things, over-allocations in the International Offering, if any.

It is expected that dealings in the Shares on the Stock Exchange are expected to commence on Thursday, March 13, 2014. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.sunfonda.com.cn.

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 wish for the Hong Kong Offer Shares to be allotted and issued in their own names should:

- (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 wish for the Hong Kong Offer Shares to be allotted and issued in the name of HKSCC Nominees Limited 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 Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, February 28, 2014 until 12:00 noon on Wednesday, March 5, 2014 from:

- (1) any of the following offices of the Hong Kong Underwriters:

J.P. Morgan Securities (Asia Pacific) Limited	28th Floor, Chater House 8 Connaught Road Central Central Hong Kong
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Standard Chartered Securities (Hong Kong) Limited	15/F, Two International Finance Centre 8 Finance Street Central Hong Kong
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Quam Securities Company Limited	18/F–19/F, China Building 29 Queen’s Road Central Hong Kong
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- (2) any of the following branches of the receiving banks:

Bank of China (Hong Kong) Limited

	Branch Name	Address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Shek Tong Tsui Branch	534 Queen’s Road West, Shek Tong Tsui
	Wan Chai (Wu Chung House) Branch	213 Queen’s Road East, Wan Chai
	Lee Chung Street Branch	29–31 Lee Chung Street, Chai Wan

	Branch Name	Address
Kowloon	Prince Edward Branch	774 Nathan Road, Kowloon
	Tsim Sha Tsui East Branch	Shop G02–03, Inter-Continental Plaza, 94 Granville Road, Tsim Sha Tsui
	Kwun Tong Branch	20–24 Yue Man Square, Kwun Tong
	East Point City Branch	Shop 101, East Point City, Tseung Kwan O
New Territories	Kau Yuk Road Branch	18–24 Kau Yuk Road, Yuen Long
	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue, Sheung Shui

Standard Chartered Bank (Hong Kong) Limited

	Branch Name	Address
Hong Kong Island	Quarry Bay Branch	G/F, Westlands Gardens, 1027 King's Road, Quarry Bay
	Causeway Bay Branch	G/F to 2/F, Yee Wah Mansion, 38–40A Yee Wo Street, Causeway Bay
	88 Des Voeux Road Branch	88 Des Voeux Road Central, Central
Kowloon	68 Nathan Road Branch	Basement, Shop B1, G/F Golden Crown Court, 66–70 Nathan Road, Tsimshatsui
	San Po Kong Branch	Shop A, G/F, Perfect Industrial Building, 31 Tai Yau Street, San Po Kong
	Telford Gardens Branch	Shop P9–12, Telford Centre, Telford Gardens, Tai Yip Street, Kwun Tong
	Mei Foo Stage I Branch	G/F, 1C Broadway, Mei Foo Sun Chuen Stage I, Lai Chi Kok

	Branch Name	Address
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
	New Town Plaza Branch	Shop 215, 222 & 223, Phase 1, New Town Plaza, Shatin

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. Friday, February 28, 2014 until 12:00 noon on Wednesday, March 5, 2014 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have the **YELLOW** Application Forms and copies of the printed Prospectus available.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker’s cashier order attached and marked payable to “**Bank of China (Hong Kong) Nominees Limited – Sunfonda Public Offer**” for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above, at the following dates and times:

Friday, February 28, 2014 — 9:00 a.m. to 5:00 p.m.
Saturday, March 1, 2014 — 9:00 a.m. to 1:00 p.m.
Monday, March 3, 2014 — 9:00 a.m. to 5:00 p.m.
Tuesday, March 4, 2014 — 9:00 a.m. to 5:00 p.m.
Wednesday, March 5, 2014 — 9:00 a.m. to 12:00 noon

Applicants applying by **White Form eIPO** service may submit applications through the designated website at www.eipo.com.hk from 9:00 a.m. on Friday, February 28, 2014 until 11:30 a.m. on Wednesday, March 5, 2014 or such later time as described in the section headed “*How to Apply for Hong Kong Offer Shares — Effect of Bad Weather on the Opening of the Application Lists*” in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, February 28, 2014 until 12:00 noon on Wednesday, March 5, 2014 or such later time as described in the section headed “*How to Apply for Hong Kong Offer Shares — Effect of Bad Weather on the Opening of the Application Lists*” in the Prospectus.

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

The Company expects to announce 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 on Wednesday, March 12, 2014 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.sunfonda.com.cn, respectively. 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 made available through a variety of channels from Wednesday, March 12, 2014 as described in the section headed “*How to Apply for Hong Kong Offer Shares – Publication of Results*”.

No temporary documents of title will be issued in respect of the Shares and no receipt will be issued for sums paid on application. Share certificates will only become valid certificates of title at 8:00 a.m. on Thursday, March 13, 2014 provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “*Underwriting*” has not been exercised. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, March 13, 2014. The Shares will be traded in board lots of 1,000 Shares each. The stock code of the Shares is 01771.

By Order of the Board
Sunfonda Group Holdings Limited
Mr. Wu Tak Lam
Chairman

Hong Kong, February 28, 2014

As at the date of this announcement, the Board of the Company comprises four Executive Directors namely, Mr. Wu Tak Lam, Ms. Chiu Man, Mr. Jia Ruobing and Ms. You Jia; one Non-executive Director namely, Mr. Zhu Wei; and three Independent Non-executive Directors namely, Mr. Liu Jie, Mr. Yu Yuanbo and Mr. Fu Johnson Chi-King.

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