

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

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities (the “Shares”) of the Company in the United States or in any other jurisdictions. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “Securities Act”) or any state securities laws of the United States, and may not be offered or sold in the United States except pursuant to an effective registration statement or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The Company has not intended and does not intend to make any public offer of the Shares in the United States.

In connection with the Global Offering, BNP Paribas Securities (Asia) Limited, as 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 maintaining the market price of our Shares at a level higher than that which might otherwise prevail in the open market for a limited period beginning on the Listing Date and expected to end on the 30th day after the last day for lodging of applications under the Hong Kong Public Offering. 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 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).

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this announcement, 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 announcement.



Haichang Holdings Ltd.

海昌控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	1,000,000,000 Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares	:	100,000,000 Shares (subject to adjustment)
Number of International Offer Shares	:	900,000,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	HK\$2.68 per Offer Share plus brokerage of 1.0%, 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	:	US\$0.0001 per Share
Stock code	:	2255

Joint Global Coordinators, Joint Sponsors, Joint Bookrunners and Joint Lead Managers



BofA Merrill Lynch

Joint Bookrunners and Joint Lead Managers (In alphabetical order)



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to (i) the Global Offering and the Capitalization Issue (including the additional Shares which may be issued upon the exercise of the Over-allotment Option); and (ii) the exercise of the options which may be granted under the Share Option Scheme.

The Global Offering comprises the Hong Kong Public Offering of initially 100,000,000 Shares, representing 10% of the total number of Shares initially being offered in the Global Offering (subject to adjustment), and the International Offering of initially 900,000,000 Shares, representing 90% of the total number of Shares initially being offered in the Global Offering (subject to adjustment and the Over-allotment Option). The allocation of the Shares between the Hong Kong Public Offering and the International Offering is subject to adjustment as stated in the section headed “Structure of the Global Offering – The Hong Kong Public Offering” in the Prospectus. In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the Joint Global Coordinators, which is exercisable by the Joint Global Coordinators, on their own behalf, to require the Company to allot and issue up to 150,000,000 additional Offer Shares, representing 15% of the initial Offer Shares. In the event the Over-allotment Option is exercised, an announcement will be made by the Company and the announcement will be available at the websites of the Company at www.haichangholdings.com and the Stock Exchange at www.hkexnews.hk.

The Offer Price will not be more than HK\$2.68 per Offer Share and will not be less than HK\$2.18 per Offer Share unless otherwise announced. Applicants for Hong Kong Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$2.68 for each 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 as finally determined is less than HK\$2.68 per Offer Share.

Applications for the Hong Kong 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 allocated the Hong Kong Offer Shares in their own names should (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk under the **HK eIPO White Form** service. Applicants who would like to have the allocated Hong Kong Offer Shares 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 should (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, 28 February 2014, until 12:00 noon on Friday, 7 March 2014 at:

1. the following address of the Hong Kong underwriters:

BNP Paribas Securities (Asia) Limited

62/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong

Merril Lynch Far East Limited

15/F Citibank Tower, 3 Garden Road, Central, Hong Kong

CCB International Capital Limited

12th Floor, CCB Tower, 3 Connaught Road Central, Central, Hong Kong

China Merchants Securities (HK) Co., Limited

48/F, One Exchange Square, Central, Hong Kong

Essence International Securities (Hong Kong) Limited

39/F, One Exchange Square, Central, Hong Kong

ICBC International Capital Limited

37th Floor, ICBC Tower, 3 Garden Road, Hong Kong

2. Any one of the following branches of:

(a) Industrial and Commercial Bank of China (Asia) Limited

	Branch Name	Address
Hong Kong	Central Branch	1/F, 9 Queen's Road Central
	Causeway Bay Branch	Shop A, G/F, Jardine Center, 50 Jardine's Bazaar, Causeway Bay
	North Point Branch	G/F, 436-438 King's Road, North Point
Kowloon	Tsimshatsui East Branch	Shop B, G/F, Railway Plaza, 39 Chatham Road South, Tsimshatsui
	Mongkok Branch	G/F., Belgian Bank Building, 721-725 Nathan Road, Mongkok
	Ngau Tau Kok Branch	Shop Nos. G211-214, G/F, Phase II, Amoy Plaza, 77 Ngau Tau Kok Road
	Mei Foo Branch	Shop N95A, 1/F, Mount Sterling Mall, Mei Foo Sun Chuen
New Territories	Shatin Branch	Shop 22J, Level 3, Shatin Centre
	Tsuen Wan Castle Peak Road Branch	G/F, 423-427 Castle Peak Road, Tsuen Wan
	Tai Po Branch	Shop F, G/F, Mee Fat Building, No 34-38 Tai Wing Lane, Tai Po

(b) Standard Chartered Bank (Hong Kong) Limited

	Branch Name	Address
Hong Kong	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central
	North Point Centre Branch	Shop G, G/F, North Point Centre, 284 King's Road, North Point
	Aberdeen Branch	Shop 4A, G/F and Shop 1, 1/F, Aberdeen Centre Site 5, No.6-12 Nam Ning Street, Aberdeen
	Hennessy Road Branch	399 Hennessy Road, Wanchai
Kowloon	Mongkok Branch	Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok
	Mei Foo Manhattan Branch	Shop Nos.07 & 09, Ground Floor, Mei Foo Plaza, Mei Foo Sun Chuen
	Lok Fu Shopping Centre Branch	Shop G201, G/F., Lok Fu Shopping Centre
New Territories	Metroplaza Branch	Shop No. 175-176, Level 1, Metroplaza, 223 Hing Fong Road, Kwai Chung
	Tseung Kwan O Branch	Shop G37-40, G/F, Hau Tak Shopping Centre East Wing, Hau Tak Estate, Tseung Kwan O
	Tai Po Branch	G/F shop No. 1-2, 23-25 Kwong Fuk Road, Tai Po Market, Tai Po

(c) China Construction Bank (Asia) Corporation Limited

	Branch Name	Address
Hong Kong	Central Branch	6 Des Voeux Road Central, Central
	North Point Branch	382 King's Road, North Point

	Branch Name	Address
Kowloon	Mongkok Nathan Road Branch	788 Nathan Road, Mongkok
	Kwun Tong Hoi Yuen Road Branch	56 Hoi Yuen Road, Kwun Tong
New Territories	Tsuen Wan Branch	282 Sha Tsui Road, Tsuen Wan
	Yuen Long Branch	68 Castle Peak Road, Yuen Long

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 February 2014 until 12:00 noon on Friday, 7 March 2014 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stock broker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "ICBC (Asia) Nominee Limited – Haichang Holdings Public Offer" attached should be securely stapled and deposited in the special collection boxes provided at any of the branches of the receiving banks listed above, at the following times:

Friday, 28 February 2014 – 9:00 a.m. to 5:00 p.m.
Saturday, 1 March 2014 – 9:00 a.m. to 1:00 p.m.
Monday, 3 March 2014 – 9:00 a.m. to 5:00 p.m.
Tuesday, 4 March 2014 – 9:00 a.m. to 5:00 p.m.
Wednesday, 5 March 2014 – 9:00 a.m. to 5:00 p.m.
Thursday, 6 March 2014 – 9:00 a.m. to 5:00 p.m.
Friday, 7 March 2014 – 9:00 a.m. to 12:00 noon

Applicants applying by **HK eIPO White Form** may submit their applications through the **HK eIPO White Form Service** at www.hkeipo.hk from 9:00 a.m. on Friday, 28 February 2014 until 11:30 a.m. on Friday, 7 March 2014 (24 hours daily, except on the last application day) (or such later date as described in the section headed "How to Apply for the 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, 28 February 2014 until 12:00 noon on Friday, 7 March 2014.

Please refer to the "Conditions of the Global Offering" and "How to apply for the Hong Kong Offer Shares" sections of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the level of applications in the Hong Kong Public Offering, the level of indications of interest in the International Offering, result of applications and the basis of allocation of the Hong Kong Public Offer Shares on Wednesday, 12 March 2014 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the Company's website at www.haichangholdings.com and the website of the Stock Exchange at www.hkexnews.hk.

Results of allocations of the Hong Kong Public Offering, and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) under the Hong Kong Public Offering will be available in the manners as specified in the section headed “How to Apply for the Hong Kong Offer Shares – Publication of Results” in the Prospectus from Wednesday, 12 March 2014.

The Company will not issue temporary documents of title or receipt for application money paid. No receipt will be issued for application monies received. Assuming the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, 13 March 2014, it is expected that dealings in the Offer Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, 13 March 2014. Our Shares will be traded in board lots of 1,000 Shares each under the stock code “2255”.

By Order of the Board of
Haichang Holdings Ltd.
Wang Xuguang
Chief Executive Officer and executive Director

Hong Kong, 28 February 2014

As at the date of this announcement, the executive Directors are Wang Xuguang, Zhao Wenjing and Qu Naiqiang, the non-executive Director is Qu Naijie, Makoto Inoue and Yuan Bing, and the independent non-executive Directors are Fang Hongxing, Wei Xiaolan and Sun Jianyi.

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