

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 29 December 2014 (the “**Prospectus**”) issued by Future Bright Mining 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 Hong Kong Public Offering and the International Placing described below before deciding whether or not to invest in the Shares thereby offered.

This announcement is not an offer of securities for sale in the United States. The Offer Shares may not be offered, sold or delivered in the United States except pursuant to an exemption from, or in a transaction not subject to, registration requirements under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) and in accordance with any applicable U.S. securities law. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States.



## **Future Bright Mining Holdings Limited**

**高鵬礦業控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

### **GLOBAL OFFERING**

<b>Number of Offer Shares</b>	<b>: 88,000,000 Shares (subject to the Offer Size Adjustment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 8,800,000 Shares (subject to reallocation)</b>
<b>Number of International Placing Shares</b>	<b>: 79,200,000 Shares (subject to reallocation and the Offer Size Adjustment Option)</b>
<b>Offer Price</b>	<b>: Not more than HK\$1.00 per Offer Share and expected to be not less than HK\$0.80 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, and Stock Exchange trading fee of 0.005%, payable in full upon application in Hong Kong dollars and subject to refund on final pricing</b>
<b>Nominal value</b>	<b>: HK\$0.01 per Share</b>
<b>Stock code</b>	<b>: 2212</b>

*Sole Sponsor*



**國泰君安國際**  
GUOTAI JUNAN INTERNATIONAL

**Guotai Junan Capital Limited**

*Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager*



**國泰君安國際**  
GUOTAI JUNAN INTERNATIONAL

**Guotai Junan Securities (Hong Kong) Limited**

Application has been made 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 (including the Shares to be issued pursuant to (i) the Capitalisation Issue; (ii) the Global Offering (including any Shares which may be issued pursuant to the exercise of the Offer Size Adjustment Option); and (iii) the exercise of any options which may be granted under the Share Option Scheme). Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 9 January 2015, it is expected that dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 9 January 2015. In the event that the Offer Size Adjustment Option is exercised, an announcement will be made by the Company on the Company's website at [www.futurebrightltd.com](http://www.futurebrightltd.com), and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The Global Offering comprises the Hong Kong Public Offering of 8,800,000 Shares (subject to reallocation), and the International Placing of 79,200,000 Shares (subject to reallocation and the Offer Size Adjustment Option). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Placing will be subject to adjustment as described in the section headed "Structure of the Global Offering – The Hong Kong Public Offering" in the Prospectus.

In connection with the Global Offering and pursuant to the International Underwriting Agreement, the Company expects to grant an Offer Size Adjustment Option (which is exercisable at any time from the date of the Prospectus to 5:00 p.m. on the Business Day immediately prior to the date of the announcement of the results of allocations and the basis of allocation of the Hong Kong Offer Shares) to the International Underwriters. The Offer Size Adjustment Option granted to the International Underwriters allows them to require the Company to issue up to an aggregate of 13,200,000 additional Shares, representing 15% of the initial Offer Shares to cover over-allocations in the International Placing, subject to the terms of the International Underwriting Agreement.

Our Company will disclose in its allotment results announcement whether and to what extent the Offer Size Adjustment Option has been exercised, and will confirm in the announcement that, if the Offer Size Adjustment Option is not exercised by then, the Offer Size Adjustment Option will lapse and cannot be exercised on any future date. The allotment results announcement will be published on the Stock Exchange website at [www.hkexnews.hk](http://www.hkexnews.hk) and our Company's website at [www.futurebrightltd.com](http://www.futurebrightltd.com).

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Main Board 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.

The Offer Price will not be more than HK\$1.00 per Offer Share and is expected to be not less than HK\$0.80 per Offer Share. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.00 per Offer Share together with brokerage of 1.0%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$1.00 per Offer Share.

**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 and the designated website ([www.eipo.com.hk](http://www.eipo.com.hk)) for the White Form eIPO.** Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should either (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](http://www.eipo.com.hk) under the **White Form eIPO** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered 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 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 Monday, 29 December 2014 until 12:00 noon on Friday, 2 January 2015 from:

(i) the following addresses of the Hong Kong Underwriters:

**Guotai Junan Securities (Hong Kong) Limited**  
27th Floor, Low Block, Grand Millennium Plaza  
181 Queen's Road Central  
Hong Kong

**CNI Securities Group Limited**  
10/F., Sun's Group Centre  
200 Gloucester Road  
Wanchai  
Hong Kong

**Ever-Long Securities Company Limited**  
18th Floor, Dah Sing Life Building  
99-105 Des Voeux Road Central  
Hong Kong

(ii) any of the following branches of **Bank of Communications Co., Ltd. Hong Kong Branch**:

	<b>Branch Name</b>	<b>Branch Address</b>
<b>Hong Kong Island</b>	Hong Kong Branch	20 Pedder Street, Central
	Chai Wan Sub-Branch	G/F., 121-121A Wan Tsui Road, Chai Wan
	Taikoo Shing Sub-Branch	Shop 38, G/F., CityPlaza 2, 18 Taikoo Shing Road
<b>Kowloon</b>	Tsim Sha Tsui Sub-Branch	Shop 1-3, G/F., 22-28 Mody Road, Tsim Sha Tsui
	Ngau Tau Kok Sub-Branch	Shop G1 & G2, G/F., Phase I, Amoy Plaza, 77 Ngau Tau Kok Road
<b>New Territories</b>	Yuen Long Sub-Branch	Shop 2B, G/F., Man Yu Building, 2-14 Tai Fung Street, Yuen Long
	Shatin Sub-Branch	Shop No.193, Level 3, Lucky Plaza, Shatin

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 29 December 2014 until 12:00 noon on Friday, 2 January 2015 from:

- (1) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or
- (2) your stockbroker.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "**Bank of Communications (Nominee) Co. Ltd. – Future Bright Mining Public Offer**" attached should be deposited in the special collection boxes provided at any of the branches of Bank of Communications Co., Ltd. Hong Kong Branch referred to above, at the following times:

**Monday, 29 December 2014 – 9:00 a.m. to 5:00 p.m.**  
**Tuesday, 30 December 2014 – 9:00 a.m. to 5:00 p.m.**  
**Wednesday, 31 December 2014 – 9:00 a.m. to 5:00 p.m.**  
**Friday, 2 January 2015 – 9:00 a.m. to 12:00 noon**

Applicants applying by **White Form eIPO** service may submit applications through the **White Form eIPO** Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) from 9:00 a.m. on Monday, 29 December 2014 until 11:30 a.m. on Friday, 2 January 2015 or such later time 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 (24 hours daily, except on the last application day).

#### **Time for inputting electronic application instructions**

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

**Monday, 29 December 2014 – 9:00 a.m. to 8:30 p.m.<sup>(1)</sup>**  
**Tuesday, 30 December 2014 – 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>**  
**Wednesday, 31 December 2014 – 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>**  
**Friday, 2 January 2015 – 8:00 a.m.<sup>(1)</sup> to 12:00 noon**

*Note:*

- (1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Monday, 29 December 2014 until 12:00 noon on Friday, 2 January 2015 (24 hours daily, except on the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, 2 January 2015, the last application day or such later time 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” of this section.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for the Hong Kong Offer Shares” 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 Offer Price, the level of indications of interest in the International Placing, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in The Standard (in English); (ii) in the Hong Kong Economic Journal (in Chinese); (iii) on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)); and (iv) on the Company’s website ([www.futurebrightltd.com](http://www.futurebrightltd.com)) on Thursday, 8 January 2015. 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 available through a variety of channels from Thursday, 8 January 2015 as described in the section headed “How to Apply for the Hong Kong Offer Shares – Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Friday, 9 January 2015 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting – Underwriting arrangements and expenses – Hong Kong Underwriting Agreement – Grounds for termination” in the Prospectus has not been exercised. No receipt will be issued for application monies received. Dealings in the Shares on the Main Board are expected to commence at 9:00 a.m. on Friday, 9 January 2015. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares is 2212.

By order of the Board of Directors  
**Future Bright Mining Holdings Limited**  
**Guo Xiao Ping**  
*Chairman*

Hong Kong, 29 December 2014

*As at the date of this announcement, the Board of Directors comprises Mr. Guo Xiao Ping, Mr. Zhang Decong and Mr. Yuan Shan (alternate director to Mr. Zhang Decong) as executive Directors; Mr. Li Ethan Jing, Mr. Hu Jin Xiong and Mr. Leung Kar Fai as non-executive Directors; and Mr. Lau Tai Chim, Mr. Sin Ka King and Mr. Chow Hiu Tung as independent non-executive Directors.*