

*Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 27 January 2017 (the “**Prospectus**”) issued by Sanroc International Holdings Limited (the “**Company**”).*

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

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*In connection with the Share Offer, Ample Orient Capital Limited together with Gransing Securities Co., Limited, as the stabilising managers (the “**Stabilising Managers**”), their affiliates or any person acting for them, on behalf of the Underwriters, may effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail in for a limited period after the Listing Date. However, there is no obligation on the Stabilising Managers, their affiliates or any person acting for them, to conduct any such stabilising action, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Managers, their affiliates or any person acting for them, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Public Offer. Such stabilisation 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 (Chapter 571 of the Laws of Hong Kong).*

*Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on Sunday, 5 March 2017, being the 30th day after the last day for the lodging of applications under the Public Offer. After this date, no further stabilising action may be taken, and demand for the Shares, and therefore the price of the Shares, could fall.*



## Sanroc International Holdings Limited

善樂國際控股有限公司

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

### SHARE OFFER

- Number of Offer Shares : 360,000,000 Shares comprising 300,000,000 New Shares and 60,000,000 Sale Shares (subject to the Over-allotment Option)
- Number of Public Offer Shares : 36,000,000 Shares (subject to reallocation)
- Number of Placing Shares : 324,000,000 Shares comprising 264,000,000 New Shares and 60,000,000 Sale Shares (subject to reallocation and the Over-allotment Option)
- Offer Price : Not more than HK\$0.4 per Offer Share and expected to be not less than HK\$0.35 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027% 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 : 1660

### Sponsor

**AmCap**

*Ample Capital Limited*

豐盛融資有限公司

### Joint Lead Managers and Bookrunners

**AmCap**

Ample Orient Capital Limited  
豐盛東方資本有限公司

 鼎成證券有限公司  
Gransing Securities Co., Limited

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 Share Offer (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option or the options which may be granted under the Share Option Scheme). Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. (Hong Kong time) on Friday, 10 February 2017, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Friday, 10 February 2017. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the website of the Company at [www.sanrochk.com](http://www.sanrochk.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The Share Offer comprises the Placing and the Public Offer. A total of initially 360,000,000 Shares (subject to the Over-allotment Option) will be made available under the Share Offer. 324,000,000 Placing Shares, comprising 264,000,000 New Shares and 60,000,000 Sale Shares (subject to reallocation and the Over-allotment Option), representing 90% of the Offer Shares, will initially be conditionally placed with professional, institutional and other investors under the Placing. The remaining 36,000,000 Public Offer Shares (subject to reallocation), representing 10% of the Offer Shares, will initially be offered to members of the public in Hong Kong under the Public Offer. The allocation of the Offer Shares between the Placing and the Public Offer will be subject to reallocation as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

In connection with the Share Offer, the Company intends to grant the Over-allotment Option to the Placing Underwriters, exercisable in full or in part by AOCL (for itself and on behalf of the Placing Underwriters). The Over-allotment Option gives AOCL (for itself and on behalf of the Placing Underwriters) the right, exercisable at any time at any time during the 30-day period after the last day for lodging applications under the Public Offer, to require the Company to allot and issue up to an aggregate of 54,000,000 additional Shares, representing 15% of the initial number of the Offer Shares at the Offer Price to cover over-allocations in the Placing, if any.

If the Stock Exchange grants approval for the listing of, and permission to deal in, the Shares and the Company comply 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 Listing Date or such other date as may be determined by HKSCC. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) 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\$0.4 per Offer Share and is currently expected to be not less than HK\$0.35 per Offer Share. Applicants must pay the maximum indicative Offer Price of HK\$0.4 per Offer Share plus 1% brokerage, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee in full upon application for Shares under the terms set out in the Application Forms, subject to refund if the Offer Price as finally determined is lower than HK\$0.4 per Offer Share.

**Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the related Application Forms and the designated website ([www.hkeipo.hk](http://www.hkeipo.hk)) for the HK eIPO White Form.**

Applicants who would like the allotted Public Offer Shares to be issued in their own names should (i) complete and sign the **WHITE** Application Form; or (ii) apply online through **HK eIPO White Form** service at [www.hkeipo.hk](http://www.hkeipo.hk). Applicants who would like the allotted Public Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to their CCASS Investor Participant stock accounts or their designated CCASS Participant's stock accounts should (i) complete and sign the **YELLOW** Application Form or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 27 January 2017 until 12:00 noon on Friday, 3 February 2017 from:

(i) the following office(s) of the Public Offer Underwriter(s):

<b>Ample Orient Capital Limited</b>	Unit 902 Far East Consortium Building 121 Des Voeux Road Central Hong Kong
<b>Gransing Securities Co., Limited</b>	805-806 Far East Consortium Building 121 Des Voeux Road Central Hong Kong
<b>China Jianxin Financial Services Limited</b>	Room 907, Wing On Centre 111 Connaught Road Central Hong Kong

**Head & Shoulders Securities Limited** Room 2511, 25/F, Cosco Tower  
183 Queen's Road Central  
Hong Kong

**Huajin Securities (International) Limited** Suite 1101, 11/F  
Champion Tower  
3 Garden Road  
Central, Hong Kong

**Sorrento Securities Limited** 11/F, The Wellington  
198 Wellington Street  
Central  
Hong Kong

- (ii) any of the following branches of The Bank of East Asia, Limited, the receiving bank for the Public Offer:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Main Branch	10 Des Voeux Road Central, Central
	Wanchai Branch	Shop A-C, G/F, Easey Commercial Building, 253-261 Hennessy Road, Wanchai
	North Point Branch	326-328 King's Road, North Point
<b>Kowloon</b>	Mei Foo Sun Chuen Branch	Shop N57, G/F, Mount Sterling Mall, Mei Foo
	Yaumatei Branch	G/F, 526 Nathan Road, Yaumatei
	Kwun Tong Branch	7 Hong Ning Road, Kwun Tong
<b>New Territories</b>	Tai Wai Branch	Cheung Fung Mansion, 16-18 Tai Wai Road, Shatin
	Tuen Mun Branch	Shop G16, G/F, Eldo Court Shopping Centre, Tuen Mun

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 27 January 2017 until 12:00 noon on Friday, 3 February 2017 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have the **YELLOW** Application Form and the Prospectus available.

The completed **WHITE** or **YELLOW** Application Form, in all respects in accordance with instructions printed thereon together with a cheque or a banker's cashier order attached and marked payable to "**The Bank of East Asia (Nominees) Limited — Sanroc International Public Offer**" or "**東亞銀行受託代管有限公司 — 善樂國際公開發售**" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

**Friday, 27 January 2017 — 9:00 a.m. to 5:00 p.m.**  
**Wednesday, 1 February 2017 — 9:00 a.m. to 5:00 p.m.**  
**Thursday, 2 February 2017 — 9:00 a.m. to 5:00 p.m.**  
**Friday, 3 February 2017 — 9:00 a.m. to 12:00 noon**

The application lists will be open from 11:45 a.m. to 12:00 noon on Friday, 3 February 2017, the last application day or such later time as described in the sub-section headed "How to apply for Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Applications Lists" in the Prospectus.

Applicants may apply online through the designated website of the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) (**24 hours daily, except the last application day**) from 9:00 a.m. on Friday, 27 January 2017 until 11:30 a.m. on Friday, 3 February 2017 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 3 February 2017 or such later time as described in the section headed "How to apply for Public Offer Shares — 10. 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, 27 January 2017 until 12:00 noon on Friday, 3 February 2017 or such later time as described in the section headed "How to apply for Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to the sections headed "Structure and Conditions of the Share Offer" and "How to apply for Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Public Offer.

The Company expects to announce the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Thursday, 9 February 2017 on the website of the Company at [www.sanrochk.com](http://www.sanrochk.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Results of allocations in the Public Offer, including the Hong Kong identity card/passport number/Hong Kong business registration numbers of successful applicants (where applicable) and the number of Public Offer Shares successfully applied for, will be made available through a variety of channels from Thursday, 9 February 2017 as described in the section headed “How to apply for Public Offer Shares — 11. Publication of Results” in the Prospectus.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid documents of title at 8:00 a.m. on the Listing Date provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. (Hong Kong time) on Friday, 10 February 2017, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 10 February 2017. The Shares will be traded in board lots of 8,000 Shares each under the stock code 1660.

By order of the Board  
**Sanroc International Holdings Limited**  
**Siu Chun Yiu Jonathan**  
*Chairman and Executive Director*

Hong Kong, 27 January 2017

*As at the date of this announcement, the Board comprises Mr. Siu Chun Yiu Jonathan, Ms. Wong Fei Heung Terbe, Ms. Yip Kam Ling and Mr. Ho King Chiu, as executive Directors; Mr. Chui Kwong Fun, Mr. Leung Siu Hong and Mr. Li Ching Wing as independent non-executive Directors.*