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*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia) or to any U.S. person (as defined in Regulation S (“**Regulation S**”) under the U.S. Securities Act of 1933, as amended from time to time, (the “**U.S. Securities Act**”)) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act or any state securities laws of the United States and may not be offered or sold in the United States, or to or for the account or benefit of U.S. persons, except pursuant to an exemption from, or in a transaction that is not subject to, the registration requirements of the U.S. Securities Act. The securities referred to in this announcement are being offered to and sold in the United States or to U.S. persons, in each case only to persons who are both qualified institutional buyers (as defined in Rule 144A (“**Rule 144A**”) under the U.S. Securities Act) and qualified purchasers (as defined in Section 2(a)(51) of the United States Investment Company Act of 1940, as amended (the “**Investment Company Act**”)) in reliance on Rule 144A, or pursuant to another exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. The securities referred to herein may be offered, sold or delivered outside the United States to non-U.S. persons in offshore transactions in accordance with Regulation S. There will be no public offering of securities of the Company in the United States. In addition, the Company is not registered, and will not be registered, under the Investment Company Act, in reliance upon the exemption provided by Section 3(c)(7) thereof.*

*In connection with the Global Offering, J.P. Morgan Securities (Asia Pacific) Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or 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 for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Potential investors should be aware that any such stabilising activity is required to be brought to an end on 30 July 2017, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken and demand for the Shares, and therefore the price of the Shares, could fall. 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 (Cap. 571 of the Laws of Hong Kong). The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) are set forth in the section “Structure of the Global Offering” in the Prospectus.*

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.



RKE International Holdings Limited

勁投國際控股有限公司*

(Incorporated in Bermuda with limited liability)

Global Offering

Number of Offer Shares under the Global Offering	: 418,500,000 Shares (comprising 310,000,000 Shares to be offered by the Company and 108,500,000 Shares to be sold by the Selling Shareholder, subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 41,850,000 Shares (subject to adjustment)
Number of International Offer Shares	: 376,650,000 Shares (comprising 224,250,000 New Shares to be offered by the Company, 108,500,000 Sale Shares to be sold by the Selling Shareholder and 43,900,000 Reserved Shares to be offered by the Company under the Preferential Offering (subject to adjustment and the Over-allotment Option))
Maximum Offer Price	: HK\$5.50 per Share plus brokerage of 1.0%, 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\$0.10 per Share
Stock code	: 3682

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

J.P.Morgan

HSBC 

 DBS

Application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Capitalisation Issue, the Global Offering (including any additional Shares that may be sold pursuant to the exercise of the Over-allotment Option) and the exercise of the options which may be granted under the Share Option Scheme, as further described in the Prospectus. It is expected that dealings in the Shares on the Main Board of the Stock Exchange will commence at 9:00 a.m. on Friday, 7 July 2017. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company which will be posted on the website of the Stock Exchange (www.hkexnews.hk) and on the website of the Company (www.rkeinternational.com).

* For identification purposes only

The Global Offering comprises the Hong Kong Public Offering of 41,850,000 Shares (subject to adjustment) and the International Offering of 376,650,000 Shares (including 43,900,000 Reserved Shares under the Preferential Offering) (subject to adjustment and the Over-allotment Option), representing approximately 10% and 90% respectively of the Offer Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section “*Structure of the Global Offering*” in the Prospectus.

Under the International Underwriting Agreement, the Selling Shareholder is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators for themselves and on behalf of the International Underwriters, within 30 days from the last day for lodging applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being Sunday, 30 July 2017) to require the Selling Shareholder to sell up to an aggregate of 62,775,000 additional Shares, representing approximately 15% of the number of Offer Shares initially being offered under the Global Offering, at the Offer Price under the International Offering to, among other things, cover over-allocations in the International Offering, if any.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Main Board of 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 the Central Clearing and Settlement System (“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 for the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$5.50 per Offer Share and is currently expected to be not less than HK\$4.00 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$5.50 per Offer Share plus the brokerage fee of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% payable on each Offer Share. If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$5.50 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with “*Structure of the Global Offering — Conditions of the Hong Kong Public Offering*” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

Applications for the Hong Kong 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) for the HK eIPO White Form.

Applicants who would like to have the allotted Hong Kong Offer Shares issued 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 **HK eIPO White Form** Service Provider at www.hkeipo.hk through the **HK eIPO White Form** service. Applicants who would like to have the allotted 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 maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms or (ii) give **electronic application instructions** to HKSCC via CCASS. Qualifying RKI Shareholders who wish to be allocated Reserved Shares under the Preferential Offering should apply by completing and signing a **BLUE** Application Form.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 27 June 2017 until 12:00 noon on Friday, 30 June 2017 from:

1. any of the following offices of the Hong Kong Underwriters:

J.P. Morgan Securities (Asia Pacific) Limited

29/F, Chater House
8 Connaught Road Central
Hong Kong

The Hongkong and Shanghai Banking Corporation Limited

Level 15, 1 Queen's Road Central
Hong Kong

DBS Asia Capital Limited

17/F, The Center
99 Queen's Road Central
Hong Kong

Prestige Securities Limited

Suite 5102, Cheung Kong Center
2 Queen's Road Central
Hong Kong

First Shanghai Securities Limited

1903, Wing On House
71 Des Voeux Road Central
Hong Kong

Quam Securities Company Limited

18/F China Building

29 Queen's Road Central

Hong Kong

2. any of the following branches of the following receiving bank:

Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Bank of China Tower Branch Connaught Road Central Branch	3/F, 1 Garden Road 13–14 Connaught Road Central
Kowloon	Prince Edward Road West (Mong Kok) Branch Mei Foo Mount Sterling Mall Branch Ma Tau Kok Road Branch Lam Tin Branch	116–118 Prince Edward Road West, Mong Kok, Kowloon Shop N47–49 Mount Sterling Mall, Mei Foo Sun Chuen 39–45 Ma Tau Kok Road, To Kwa Wan Shop 12, 49 Kai Tin Road, Lam Tin
New Territories	Yuen Long Branch Tai Po Plaza Branch	102–108 Castle Peak Road, Yuen Long Unit 4, Level 1 Tai Po Plaza, 1 On Tai Road, Tai Po

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 27 June 2017 until 12:00 noon on Friday, 30 June 2017 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

A **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order attached and marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED — RKE PUBLIC OFFER" for the payment, should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank listed above, at the following times on the following dates:

Tuesday, 27 June 2017	—	9:00 a.m. to 5:00 p.m.
Wednesday, 28 June 2017	—	9:00 a.m. to 5:00 p.m.
Thursday, 29 June 2017	—	9:00 a.m. to 5:00 p.m.
Friday, 30 June 2017	—	9:00 a.m. to 12:00 noon

BLUE Application Forms together with copies of the Prospectus will be despatched on 27 June 2017 to all Qualifying RKI Shareholders to their respective addresses recorded on the register of members of RKI at 4:30 p.m. on the Record Date. An electronic version of the Prospectus (which is identical to the printed Prospectus) can be accessed and downloaded from the websites of the Company at www.rkeinternational.com and the Stock Exchange at www.hkexnews.hk under the “*HKEnews > Listed Company Information > Latest Listed Company Information*”.

A **BLUE** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker’s cashier order attached and marked payable to “BANK OF CHINA (HONG KONG) NOMINEES LIMITED — RKE PREFERENTIAL OFFER” for the payment, should be deposited in the special collection box provided at Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong at the following times:

Tuesday, 27 June 2017	—	9:00 a.m. to 5:00 p.m.
Wednesday, 28 June 2017	—	9:00 a.m. to 5:00 p.m.
Thursday, 29 June 2017	—	9:00 a.m. to 5:00 p.m.
Friday, 30 June 2017	—	9:00 a.m. to 12:00 noon

Applicants applying through the **HK eIPO White Form** service may submit applications through the designated website at www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Tuesday, 27 June 2017 until 11:30 a.m. on Friday, 30 June 2017 or such later time as described in the section “*How to Apply for Hong Kong Offer Shares and Reserved 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 Tuesday, 27 June 2017 until 12:00 noon on Friday, 30 June 2017, or such later time as described in the section “*How to Apply for Hong Kong Offer Shares and Reserved Shares — Effect of Bad Weather on the Opening of the Application Lists*” in the Prospectus.

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

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the Preferential Offering and the basis of allocation of the Hong Kong Offer Shares and the Reserved Shares on or before Thursday, 6 July 2017 in the South China Morning Post (in English) and the Hong Kong Economic Journal (in Chinese), and on the websites of the Company at www.rkeinternational.com and the Stock Exchange at www.hkexnews.hk. The results of allocations (with the successful applicants' identification document numbers, where applicable) under the Hong Kong Public Offering and the Preferential Offering will be available at the times and dates and in the manner specified in the section "*How to Apply for Hong Kong Offer Shares and Reserved Shares — Publication of Results*".

Share certificates will only become valid at 8:00 a.m. on Friday, 7 July 2017 provided that the Global Offering has become unconditional in all respects and the right of termination as described in the section "*Underwriting*" in the Prospectus has not been exercised. Dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 7 July 2017. The Shares will be traded in board lots of 1,000 Shares each. The Company will not issue any temporary document of title. No receipt will be issued for sums paid on application. The stock code of the Shares is 3682.

By order of the Board
RKE International Holdings Limited
Zen Wei Pao, William
Chairman

Hong Kong, 27 June 2017

As at the date of this announcement, the Board of Directors of the Company comprises Messrs. Zen Wei Pao, William, Yu Kam Fat and Lee Tak Fai as Executive Directors and Mr. Wong Wai Ho, Mrs. Chow Liang Shuk Yee, Selina, Dr. Ng Chung Wai, David and Dr. Sui Shujing as Independent Non-executive Directors.

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