

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 28 September 2017 (the “**Prospectus**”) issued by Geotech Holdings Ltd. (the “**Company**”).

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.

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 of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and the Share Offer described below before deciding whether or not to invest in the Offer Shares thereby being offered.

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). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Offer Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. There will be no public offer of securities in the United States.

In connection with the Share Offer, Sorrento Securities Limited, as the stabilising manager (the “**Stabilising Manager**”) or its authorised agents, may, but is not obliged to, over-allocate Shares and/or effect any other transactions with a view to stabilising or supporting the market price of our Shares at a level higher than which might otherwise prevail in the open market, for a limited period. However, there is no obligation on the Stabilising Manager or its authorised agents to conduct any such stabilising activity, which if commenced, will be done at the absolute discretion of the Stabilising Manager or its authorised agents 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 Share Offer. Such stabilisation action, if commenced, may be effected in compliance with all applicable laws, rules and regulatory requirements in Hong Kong on stabilisation 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 Friday, 3 November 2017, being the 30th day after the last day for the lodging of applications under the Share 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.

Geotech Holdings Ltd. 致浩達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

SHARE OFFER

- Total number of Offer Shares** : 350,000,000 Shares comprising 250,000,000 new Shares and 100,000,000 Sale Shares (subject to the Over-allotment Option)
- Number of Public Offer Shares** : 35,000,000 Shares (subject to reallocation)
- Number of Placing Shares** : 315,000,000 Shares comprising 215,000,000 new Shares and 100,000,000 Sale Shares (subject to reallocation and the Over-allotment Option)
- Offer Price** : not more than HK\$0.42 per Offer Share, and not less than HK\$0.34 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
- Board lot** : 8,000 Shares
- Stock code** : 1707

Sole Sponsor



Sole Lead Manager



Joint Bookrunners



Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to Share Offer (including any Shares which may be issued pursuant to the Capitalisation Issue and the exercise of the Over-allotment Option and any options that may be granted under the Share Option Scheme). Assuming the Public Offer becomes unconditional on or before 8:00 a.m. (Hong Kong time) on Thursday, 12 October 2017, it is expected that dealings in the Shares on the Stock Exchange commence at 9:00 a.m. (Hong Kong time) on Thursday, 12 October 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.geotech.hk and the website of the Stock Exchange at www.hkexnews.hk.

The Share Offer comprises the Public Offer of initially 35,000,000 Shares (subject to reallocation), representing 10% of the Offer Shares, and the Placing of initially 315,000,000 Shares comprising 215,000,000 new Shares and 100,000,000 Sale Shares (subject to reallocation and the Over-allotment Option), representing 90% of the Offer Shares. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to adjustment as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

In connection with the Share Offer, the Company has granted the Over-allotment Option to the Placing Underwriters, exercisable by Sorrento Securities Limited (for itself and on behalf of the Placing Underwriters) under the Placing Underwriting Agreement. The Over-allotment Option gives Sorrento Securities Limited (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 Share Offer, to require the Company to allot and issue up to an aggregate of 52,500,000 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.

Subject to the granting of the approval for 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.

The Offer Price will not be more than HK\$0.42 per Offer Share and is expected to be not less than HK\$0.34 per Offer Share, unless otherwise announced. Applicants for Public Offer Shares under the Public Offer are required to pay, on application, the maximum Offer Price of HK\$0.42 for each Public Offer Share (plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), subject to refund if the Offer Price as finally determined is less than HK\$0.42 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 and the Application Forms.

Applicants who would like to have the allotted Public Offer Shares issued in their own names should (i) complete and sign the **WHITE** Application Forms. Applicants who would like the allotted Public Offer Shares issued 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 Thursday, 28 September 2017 until 12:00 noon on Wednesday, 4 October 2017 from:

(i) the following offices of the Public Offer Underwriters:

RHB Securities Hong Kong Limited	12/F., World-Wide House, 19 Des Voeux Road Central, Hong Kong
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Sorrento Securities Limited	11/F, The Wellington, 198 Wellington Street, Central, Hong Kong
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(ii) the following office of the Sole Sponsor:

RHB Capital Hong Kong Limited	12/F., World-Wide House, 19 Des Voeux Road Central, Hong Kong
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(iii) any of the following branches of the receiving bank, Industrial and Commercial Bank of China (Asia) Limited:

District	Branch Name	Address
Hong Kong	Aberdeen Branch	Shop 7A, G/F, Site 1, Aberdeen Centre, Hong Kong
Kowloon	Ho Man Tin Branch	G/F, Tsan Yung Mansion, No. 70 Waterloo Road, Ho Man Tin, Kowloon
New Territories	Sha Tin Branch	Shop 22J, Level 3, Shatin Centre, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 28 September 2017 until 12:00 noon on Wednesday, 4 October 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 **YELLOW** Application Forms and the Prospectus available.

The **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 "ICBC (Asia) Nominee Limited – Geotech Holdings Public Offer" 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:

Thursday, 28 September 2017 – 9:00 a.m. to 5:00 p.m.

Friday, 29 September 2017 – 9:00 a.m. to 5:00 p.m.

Saturday, 30 September 2017 – 9:00 a.m. to 1:00 p.m.

Tuesday, 3 October 2017 – 9:00 a.m. to 5:00 p.m.

Wednesday, 4 October 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 Wednesday, 4 October 2017, the last application day or such later time as described in "How to Apply for the Public Offer Shares – 9. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

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

Thursday, 28 September 2017 – 9:00 a.m. to 8:30 p.m.⁽¹⁾

Friday, 29 September 2017 – 8:00 a.m. to 8:30 p.m.⁽¹⁾

Tuesday, 3 October 2017 – 8:00 a.m. to 8:30 p.m.⁽¹⁾

Wednesday, 4 October 2017 – 8:00⁽¹⁾ a.m. 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 Thursday, 28 September 2017 until 12:00 noon on Wednesday, 4 October 2017 (24 hours daily, except on the last application day).

Please refer to the sections headed "Structure and Conditions of the Share Offer" and "How to Apply for the 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 Wednesday, 11 October 2017 on the website of the Stock Exchange at **www.hkexnews.hk** and the Company's website at **www.geotech.hk**, respectively. The results of allocations of the Public Offer and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Public Offer will be made available through a variety of channels at the times and dates and in the manner as described in the section headed "How to apply for the Public Offer Shares – 10. 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 certificates of title at 8:00 a.m. on Thursday, 12 October 2017 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting arrangements and expenses — The Public Offer — Grounds for termination” in the Prospectus has not been exercised.

Assuming that the Share Offer becomes unconditional in all respects and the Underwriting Agreements are not terminated in accordance with their respective terms at or before 8:00 a.m. (Hong Kong time) on Thursday, 12 October 2017, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. (Hong Kong time) on Thursday, 12 October 2017. The Shares will be traded in board lots of 8,000 Shares each under the stock code 1707.

By order of the Board
Geotech Holdings Ltd.
Yau Kin Wing Sino
Chairman and Executive Director

Hong Kong, Thursday, 28 September 2017

As at the date of this announcement, the Board comprises Mr. Yau Kin Wing Sino (Chairman), Mr. Cheung Ting Kam, Mr. Kung Ho Man and Ms. Tang Ka Wa Danise as executive Directors, and Mr. Fung Chi Kin, Mr. Cheung Wai Lun Jacky and Mr. Chow Chun To as independent non-executive Directors.

This announcement is available for viewing on the Company’s website at www.geotech.hk and the website of the Stock Exchange at www.hkexnews.hk.