

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 18 October 2017 (the “**Prospectus**”) issued by Flying Mining Limited (the “**Company**”).

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

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 and is not an offer to sell or a solicitation of any offer to buy any securities in the United States or any other jurisdiction. The Shares have not been, and will not be, registered under the United States Securities Act of 1933 (as amended from time to time) (the “**U.S. Securities Act**”) or any state securities laws of the United States. The securities may not be offered or sold in the United States except pursuant to registration or an exemption from, or in a transaction not subject to the registration requirements of the U.S. Securities Act and any applicable state securities laws of the United States. There will not be and is not currently intended to be any public offering of securities of the Company in the United States. The Offer Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.

In connection with the Global Offering, Guotai Junan Securities (Hong Kong) Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, to the extent permitted by the applicable laws and regulatory requirements of Hong Kong or elsewhere, 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 the open market 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. In any event, 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 Hong Kong Public Offering, being 22 November 2017. 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 (Chapter 571W 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 the 30th day after the last day for the lodging of the applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



## Flying Mining Limited

翔輝礦業股份有限公司

(incorporated in the Cayman Islands with limited liability)

### GLOBAL OFFERING

- Number of Offer Shares : 390,000,000 Shares (subject to adjustment and the Over-allotment Option)
- Number of Hong Kong Offer Shares : 39,000,000 Shares (subject to adjustment)
- Number of International Offer Shares : 351,000,000 Shares (subject to adjustment and the Over-allotment Option)
- Maximum Offer Price : HK\$0.62 per Offer Share payable in full on application subject to refund on final pricing, plus brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.0027%
- Nominal value : US\$0.01 per Share
- Stock code : 1625

*Sole Sponsor*



**Guotai Junan Capital Limited**

*Sole Global Coordinator*



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

*Joint Bookrunners and Joint Lead Managers*



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



Application has been made by the Company through the Sole Sponsor, Guotai Junan Capital Limited, which is located at 27/F, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong, to the Listing Committee for the listing of, and permission to deal in, (i) the Shares in issue; (ii) the Offer Shares to be issued pursuant to the Capitalisation Issue and the Global Offering (including any additional Shares which may be issued pursuant to the exercise of the Over-allotment Option); and (iii) the Shares which may be issued pursuant to the exercise of the options which may be granted under the Share Option Scheme. Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 31 October 2017, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Tuesday, 31 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 Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.flyingmining.com](http://www.flyingmining.com).

The Global Offering comprises the Hong Kong Public Offering of initially 39,000,000 Shares (subject to adjustment) and the International Offering of initially 351,000,000 Shares (subject to adjustment and the Over-allotment Option) representing 10% and 90% of the total number of Offer Shares initially being offered under the Global Offering, respectively. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section headed "Structure of the Global Offering" in the Prospectus. In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Sole Global Coordinator (on behalf of the International Underwriters), to require the Company to allot and issue up to and aggregate of 58,500,000 additional Shares, representing 15% of the total number of the initial number of Offer Shares.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange as well as the 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 Listing Date 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\$0.62 per Offer Share and is expected to be not less than HK\$0.50 per Offer Share unless otherwise announced. Applicants under the Hong Kong Public Offering are required to pay, on application, the maximum Offer Price of HK\$0.62 per Offer Share plus brokerage fee of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.0027%, subject to refund if the Offer Price as finally determined is less than HK\$0.62 per Offer Share.

If the Offer Price as finally determined is less than HK\$0.62 per Offer Share, appropriate refund payments (including the brokerage, Stock Exchange trading fee and SFC transaction levy attributable to the surplus application monies) will be made to successful applicants without interest. Further details are set out in the section headed “How to apply for the Hong Kong Offer Shares – 13. Refund of application monies” in the Prospectus.

**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.**

Applicants who would like the Hong Kong Offer Shares to be allotted 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 the Hong Kong Offer Shares to be allotted 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 Wednesday, 18 October 2017 until 12:00 noon on Monday, 23 October 2017 from:

- the following addresses of the Hong Kong Underwriters:

Guotai Junan Securities (Hong Kong) Limited	27/F, Low Block, Grand Millennium Plaza, 181 Queen’s Road Central, Hong Kong.
Wealth Link Securities Limited	Unit B1, 5/F Guangdong Investment Tower, 148 Connaught Road Central, Hong Kong
Oceanwide Securities Company Limited	18-19/F, China Building, 29 Queen’s Road Central, Hong Kong
Head & Shoulders Securities Limited	Room 2511, 25/F, Cosco Tower, 183 Queen’s Road Central, Hong Kong

- or any of the following branches of Bank of China (Hong Kong) Limited:

<b>Region</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong</b>	Gilman Street Branch	136 Des Voeux Road Central
	Johnston Road Branch	152-158 Johnston Road, Wan Chai
<b>Kowloon</b>	Tsim Sha Tsui Branch	24-28 Carnarvon Road, Tsim Sha Tsui, Kowloon
	Wong Tai Sin Branch	Shop G13, Wong Tai Sin Plaza, Wong Tai Sin
<b>New Territories</b>	Tuen Mun San Hui Branch	G13-G14 Eldo Court, Heung Sze Wui Road, Tuen Mun
	Tai Po Branch	68-70 Po Heung Street, Tai Po Market

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 18 October 2017 until 12:00 noon on Monday, 23 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.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED – FLYING MINING PUBLIC OFFER" for the payment should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank referred to above on such dates and during such time as specified in the Application Forms as follows:

Wednesday, 18 October 2017	– 9:00 a.m. to 5:00 p.m.
Thursday, 19 October 2017	– 9:00 a.m. to 5:00 p.m.
Friday, 20 October 2017	– 9:00 a.m. to 5:00 p.m.
Saturday, 21 October 2017	– 9:00 a.m. to 1:00 p.m.
Monday, 23 October 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](http://www.hkeipo.hk) from 9:00 a.m. on Wednesday, 18 October 2017 until 11:30 a.m. on Monday, 23 October 2017 (24 hours daily, except on the last application day) or such later time as described in the section headed "How to apply for the Hong Kong Offer Shares – 10. 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:

- Wednesday, 18 October 2017 – 9:00 a.m. to 8:30 p.m.<sup>(1)</sup>
- Thursday, 19 October 2017 – 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>
- Friday, 20 October 2017 – 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>
- Monday, 23 October 2017 – 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 Wednesday, 18 October 2017 until 12:00 noon on Monday, 23 October 2017 (24 hours daily, except on Saturday, 21 October 2017 and the last application day).

The latest time for inputting the **electronic application instructions** will be 12:00 noon on Monday, 23 October 2017, the last application day or such later time as described in the section headed "How to apply for the Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Please refer to the sections headed “Structure of the Global Offering” and “How to apply for the Hong Kong Offer Shares” in 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 indication of interest under the International Offering, the level of applications under the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Monday, 30 October 2017 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the website of the Company at **www.flyingmining.com** and the website of the Stock Exchange at **www.hkexnews.hk**.

The results of allocations under the Hong Kong Public Offering, the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) and the number of Hong Kong Offer Shares successfully applied under **WHITE** and **YELLOW** Application Forms, by **HK eIPO White Form** and by giving **electronic application instructions** to HKSCC via CCASS will be made available from Monday, 30 October 2017 through a variety of channels at the times and dates and in the manner specified in the section headed “How to apply for the Hong Kong Offer Shares – 11. Publication of results” in the Prospectus.

The Company will not issue temporary documents of title or receipt for application monies received. Share certificates will only become valid certificates of title at 8:00 a.m. on Tuesday, 31 October 2017 provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “Underwriting – Underwriting arrangements and expenses – Hong Kong Public Offering – Grounds for termination” in the Prospectus has not been exercised.

Assuming that the Global Offering has become unconditional in all respects and the Underwriting Agreements are not terminated in accordance with the terms therein at or before 8:00 a.m. on Tuesday, 31 October 2017, dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 31 October 2017. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares will be 1625.

By Order of the Board  
**Flying Mining Limited**  
**Lin Hui**  
Chairman

Hong Kong, 18 October 2017

*As at the date of this announcement, Mr. Lin Hui and Mr. Luo Jinjun are the executive Directors, and Mr. Lam Kai Yeung, Mr. Zhang Hancheng and Mr. Chau On Ta Yuen are the 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 Times (in Chinese).*