

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares or other securities of Ruifeng Power Group Company Limited (the “Company”). Potential investors should read the prospectus dated December 19, 2017 (the “Prospectus”) issued by the Company for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not for release, publication or 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 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”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.

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



## **Ruifeng Power Group Company Limited** **瑞豐動力集團有限公司**

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

### **GLOBAL OFFERING**

<b>Number of Offer Shares under the Global Offering</b>	<b>: 200,000,000 Shares (subject to the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 20,000,000 Shares (subject to adjustment)</b>
<b>Number of International Placing Shares</b>	<b>: 180,000,000 Shares (subject to adjustment and the Over-allotment Option)</b>
<b>Maximum Offer Price</b>	<b>: HK\$1.68 per 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)</b>
<b>Nominal Value</b>	<b>: HK\$0.10 per Share</b>
<b>Stock Code</b>	<b>: 2025</b>

**Sole Sponsor**



**Guotai Junan Capital Limited**

**Sole Global Coordinator and Sole Bookrunner**



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

**Joint Lead Managers**



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



Application has been made by the Company 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 and any new Shares which may be allotted and issued pursuant to the exercise of options that may be granted under the Share Option Scheme.

The Global Offering comprises the Hong Kong Public Offering and the International Placing. A total of 200,000,000 Shares will be made available under the Global Offering, of which, an initial 20,000,000 Shares (subject to adjustment), representing 10% of the Offer Shares, will be offered under the Hong Kong Public Offering, and the remaining of an initial 180,000,000 Shares, representing 90% of the Offer Shares (subject to adjustment and the Over-allotment Option), will be conditionally placed under the International Placing. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Placing will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus.

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 transaction 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.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Sole Global Coordinator at any time from the Listing Date to the 30th day after the last date for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 30,000,000 additional Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering, at the Offer Price to, among other things, cover over-allocations in the International Placing, if any.

The Offer Price will not be more than HK\$1.68 per Offer Share and is expected to be not less than HK\$1.60 per Offer Share. Applicants for the Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$1.68 per Offer Share for each Offer Share together with a brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% in full under the terms set out in the Application Forms, subject to refund if the Offer Price as finally determined is less than HK\$1.68 per Offer Share.

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

Applicants who wish to be allotted the Hong Kong Offer Shares in their own names should (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](http://www.hkeipo.hk) under the **HK eIPO White Form** service.

Applicants who wish to have the Hong Kong Offer Shares allotted and 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 should (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 Tuesday, December 19, 2017 until 12:00 noon on Friday, December 22, 2017, from:

any of the addresses of the Hong Kong Underwriters:

<b>Guotai Junan Securities (Hong Kong) Limited</b>	28/F, Low Block, Grand Millennium Plaza 181 Queen's Road Central, Hong Kong
<b>Founder Securities (Hong Kong) Limited</b>	21st Floor, 33 Des Voeux Road Central Central, Hong Kong
<b>Quasar Securities Co., Limited</b>	Unit A, 12/F, Harbour Commercial Building 122-124 Connaught Road Central Sheung Wan, Hong Kong
<b>Ever-Long Securities Company Limited</b>	18/F, Dah Sing Life Building 99-105 Des Voeux Road Central, Hong Kong
<b>ZMF Asset Management Limited</b>	Room 2502, World Wide House 19 Des Voeux Road Central, Hong Kong
<b>Freeman Securities Limited</b>	38/F, Bank of China Tower 1 Garden Road, Central, Hong Kong
<b>ChaoShang Securities Limited</b>	Room 4001-2, China Resources Building 26 Harbour Road, Wanchai, Hong Kong

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

	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai
	Taikoo Shing Branch	Shop G1006, Hoi Sing Mansion, Taikoo Shing
Kowloon	Tsim Sha Tsui Branch	24-28 Carnarvon Road, Tsim Sha Tsui, Kowloon
	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
New Territories	City One Sha Tin Branch	Shop Nos. 24-25, G/F, Fortune City One Plus, No. 2 Ngan Shing Street, Shatin
	Tai Po Plaza Branch	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, December 19, 2017 until 12:00 noon on Friday, December 22, 2017 from:

- (1) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or
- (2) your stockbroker, who may have such Application Forms and the copies of the Prospectus available.

Applicants applying by **HK eIPO White Form** may submit application to the **HK eIPO White Form** Service Provider through the designated website **www.hkeipo.hk** (24 hours daily, except on the last application day) from 9:00 a.m. on Tuesday, December 19, 2017 until 11:30 a.m. on Friday, December 22, 2017 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, December 22, 2017 or such later date as described under the section headed “How To Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

The completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker’s cashier order attached and marked payable to “BANK OF CHINA (HONG KONG) NOMINEES LIMITED – RUIFENG POWER 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:

**Tuesday, December 19, 2017 – 9:00 a.m. to 5:00 p.m.**  
**Wednesday, December 20, 2017 – 9:00 a.m. to 5:00 p.m.**  
**Thursday, December 21, 2017 – 9:00 a.m. to 5:00 p.m.**  
**Friday, December 22, 2017 – 9:00 a.m. to 12:00 noon**

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, December 19, 2017 until 12:00 noon on Friday, December 22, 2017 or such later time as described in the section “How to Apply for 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 Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Global Offering.

The Company expects to announce 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 on Thursday, January 4, 2018 on the website of the Stock Exchange at **www.hkexnews.hk** and on the website of the Company at **www.hbsgt.com**.

The results of allocations of the Hong Kong Public Offering, with the successful applicant’s identification document numbers, if applicable, under the Hong Kong Public Offering, will be made available through a variety of channels from Thursday, January 4, 2018 in the manner described in the paragraph headed “How to Apply for Hong Kong Offer Shares – 11. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title of the Shares. No receipt will be issued for the sums paid on application.

Share certificates will only become valid documents of title provided that the Global Offering becomes unconditional and the right of termination described in the section “Underwriting” in the Prospectus has not been exercised at or before 8:00 a.m. in Hong Kong on Friday, January 5, 2018. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, January 5, 2018. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Share is 2025.

By order of the board of directors of  
**Ruifeng Power Group Company Limited**  
**Meng Lianzhou**  
Chairman

Hong Kong, December 19, 2017

*As at the date of this announcement, the executive Directors are Mr. Meng Lianzhou, Mr. Liu Zhanwen, Mr. Zhang Yuexuan, Mr. Liu Enwang; and the independent non-executive Directors are Mr. Wei Anli, Mr. Ren Keqiang and Mr. Yu Chun Kau.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement in this announcement misleading.*

*This announcement and a copy of the Prospectus will remain on the Stock Exchange’s website at **www.hkexnews.hk** and in the case of this announcement, on the “Latest Company Announcements” page for at least seven days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at **www.hbsgt.com**.*

*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).*