

*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 12 February 2018 (the “**Prospectus**”) issued by OneForce Holdings Limited (the “**Company**”).*

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*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. Potential investors should read the Prospectus for detailed information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Offer Shares thereby 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 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.*

# OneForce Holdings Limited

## 元力控股有限公司

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

### GLOBAL OFFERING

<b>Number of Offer Shares under the Global Offering</b>	<b>: 96,000,000 Shares</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 9,600,000 Shares (subject to reallocation)</b>
<b>Number of International Offer Shares</b>	<b>: 86,400,000 Shares (subject to reallocation)</b>
<b>Offer Price</b>	<b>: Not more than HK\$0.96 per Offer Share and expected to be not less than HK\$0.72 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)</b>
<b>Nominal value</b>	<b>: HK\$0.01 per Share</b>
<b>Stock code</b>	<b>: 1933</b>

#### Sole Sponsor



#### Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



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 the Shares to be issued pursuant to the Global Offering (including any additional Shares which may be allotted and issued pursuant to the exercise of any options to be granted under the Share Option Scheme). Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 2 March 2018, it is expected that dealings in the Shares on the Stock Exchange commence at 9:00 a.m. on Friday, 2 March 2018.

The Global Offering is comprised of the Hong Kong Public Offering of 9,600,000 Shares (subject to reallocation) representing approximately 10% of the total number of Offer Shares under the Global Offering, and the International Offering of 86,400,000 Shares (subject to reallocation) representing approximately 90% of the total number of Offer Shares 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 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 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 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 allocation of Offer Shares between the Hong Kong Public Offering and the International Offering is subject to reallocation. If the Offer Shares under the International Offering are fully subscribed or oversubscribed, and if the number of Offer Shares validly applied for in the Hong Kong Public Offering represents (i) 15 times or more but less than 50 times; (ii) 50 times or more but less than 100 times; and (iii) 100 times or more, of the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering, the total number of Hong Kong Offer Shares available under the Hong Kong Public Offering will be increased to 28,800,000, 38,400,000 and 48,000,000 Shares, respectively, representing 30% (in the case of (i)), 40% (in the case of (ii)) and 50% (in the case of (iii)), respectively, of the total number of Offer Shares initially available under the Global Offering.

If (i) the Offer Shares under the International Offering are fully subscribed or oversubscribed, and if the number of Offer Shares validly applied for in the Hong Kong Public Offering represents 100%, but less than 15 times, of the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering; or (ii) the Offer Shares under the International Offering are not fully subscribed, and if the number of Offer Shares validly applied for in the Hong Kong Public Offering represents 100% or more of the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering, the Sole Global Coordinator may, at its discretion, reallocate the Offer Shares initially allocated for the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering, provided that the total number of Hong Kong Offer Shares available under the Hong Kong Public Offering shall not be increased to more than 19,200,000 Shares,

representing double the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering and 20% of the total number of Offer Shares initially available under the Global Offering.

The final Offer Price is expected to be determined by agreement of the Company and the Sole Global Coordinator (for itself and on behalf of the Underwriter) on the Price Determination Date. If, for any reason, the Offer Price is not agreed between the Sole Global Coordinator (for itself and on behalf of the Underwriters) and the Company by Wednesday, 21 February 2018, the Global Offering will not proceed and lapse. In such case, an announcement will be made immediately by the Company on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.oneforce.com.cn](http://www.oneforce.com.cn).

The Offer Price will not be more than HK\$0.96 per Offer Share and is currently expected to be not less than HK\$0.72 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\$0.96, per Offer Share together with brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% payable on each Offer Share. If the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.96 per Offer Share, appropriate refund payments (including the brokerage fee, SFC transaction levy and the Stock Exchange trading fee attributable to the excess application monies) will be made to applicants, without interest.

**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 to have the allotted Hong Kong Offer Shares registered 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](http://www.hkeipo.hk) under the **HK eIPO White Form** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered 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 Monday, 12 February 2018, until 12:00 noon on Thursday, 15 February 2018 at:

1. the following office of the Hong Kong Underwriter:

Founder Securities (Hong Kong) Limited  
21st Floor  
33 Des Voeux Road  
Central  
Hong Kong

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

**Bank of China (Hong Kong) Limited**

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
Hong Kong Island	Shek Tong Tsui Branch	534 Queen's Road West, Shek Tong Tsui
Kowloon	Wong Tai Sin Branch	Shop G13, Wong Tai Sin Plaza, Wong Tai Sin
	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
New Territories	Tseung Kwan O Plaza Branch	Shop 112-125, Level 1, Tseung Kwan O Plaza, Tseung Kwan O

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 12 February 2018 until 12:00 noon on Thursday, 15 February 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED – ONEFORCE HOLDINGS PUBLIC OFFER" attached, should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank referred to above on the following dates during the following times:

**Monday, 12 February 2018 – 9:00 a.m. to 5:00 p.m.**  
**Tuesday, 13 February 2018 – 9:00 a.m. to 5:00 p.m.**  
**Wednesday, 14 February 2018 – 9:00 a.m. to 5:00 p.m.**  
**Thursday, 15 February 2018 – 9:00 a.m. to 12:00 noon**

The latest time lodging your application is 12:00 noon on Thursday, 15 February 2018. The application lists will be open between 11:45 a.m. to 12:00 noon on that day or such later time as described in the paragraph headed "10. Effect of bad weather on the opening of the application lists" under the section headed "How to apply for the Hong Kong Offer Shares" in the Prospectus.

Applicants applying through **HK eIPO White Form** service may submit applications through the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Monday, 12 February 2018 until 11:30 a.m. on Thursday, 15 February 2018 or such later time as described in the paragraph headed "10. Effect of bad weather on the opening of the application lists" under the section headed "How to apply for the Hong Kong Offer Shares" in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 12 February 2018 until 12:00 noon on Thursday, 15 February 2018 or such later time as described in the paragraph headed “10. Effect of bad weather on the opening of the application lists” under the section headed “How to apply for the Hong Kong Offer Shares” 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 Global Offering.

The Company expects to publish the announcement on the final Offer Price, the level of the indication of interest in the International Offering, the level of applications under the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)); and (iv) on the Company’s website [www.oneforce.com.cn](http://www.oneforce.com.cn) on Thursday, 1 March 2018. The results of allocation and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applications under the Hong Kong Public Offering will be available through a variety of channels from no later than 8:00 a.m. on Thursday, 1 March 2018 as described in the paragraph headed “11. Publication of results” under the section headed “How to apply for the Hong Kong Offer Shares” in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Friday, 2 March 2018 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. No receipt will be issued for application monies received. Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 2 March 2018, dealings in the Shares on the Stock Exchange are expected to commence on Friday, 2 March 2018. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Share is 1933.

By order of the Board of Directors  
**OneForce Holdings Limited**  
**Wang Dongbin**  
*Chairman*

Hong Kong , 12 February 2018

*As at the date of this announcement, the Board comprises Mr. Wang Dongbin and Mr. Wu Hongyuan as executive Directors, Mr. Yang Qi as non-executive Director and Mr. Ng Kong Fat, Mr. Han Bin and Mr. Wang Peng 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 Times (in Chinese).*