

*Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated Wednesday, 28 February 2018 (the “**Prospectus**”) issued by Tongda Hong Tai Holdings Limited (the “**Company**”).*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Share Offer described below before deciding whether or not to invest in the Offer Shares.*

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## TONGDA HONG TAI HOLDINGS LIMITED

通達宏泰控股有限公司

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

### SHARE OFFER

Number of Offer Shares	: 37,822,500 Shares
Number of Public Offer Shares	: 3,782,500 Shares (subject to re-allocation)
Number of Placing Shares	: 34,040,000 Shares (subject to re-allocation)
Offer Price	: HK\$2.30 per Offer Share (payable in full on application and subject to refund, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%)
Nominal Value	: HK\$0.01 per Share
Stock Code	: 2363

#### Sponsor



#### Sole Bookrunner



#### Joint Lead Managers



Application has been made by the Company through its Sponsor, Messis Capital Limited, which is located at Room 1606, 16th Floor, Tower 2, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong to the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Share Offer (including any Shares, up to 10% of the Shares in issue on the Listing Date, to be issued upon the exercise of any options which may be granted under the Share Option Scheme). Assuming that the Share Offer becomes unconditional in all respects at or before 8:00 a.m. (Hong Kong time) on Friday, 16 March 2018, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Friday, 16 March 2018.

The Share Offer comprises the Placing of initially 34,040,000 Shares (subject to re-allocation), representing approximately 90% of the total number of Offer Shares available for institutional, professional and other investors under the Share Offer, and the Public Offer of initially 3,782,500 Shares (subject to re-allocation), representing approximately 10% of the total number of Offer Shares initially being offered to the public in Hong Kong under the Share Offer.

The allocation of Offer Shares between the Public Offer and the Placing is subject to reallocation. If the Offer Shares under the Placing are fully subscribed or oversubscribed, and if the number of Offer Shares validly applied for in the Public Offer 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 Offer Shares initially available under the Public Offer, the total number of Offer Shares available under the Public Offer will be increased to 11,347,500, 15,130,000 and 18,912,500 Shares, respectively, representing approximately 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 Share Offer, and such reallocation being referred to as “Mandatory Reallocation.” In such cases, the number of Offer Shares allocated in the Placing will be correspondingly reduced, in such manner as the Sole Bookrunner deems appropriate.

If (i) the Offer Shares under the Placing are fully subscribed or oversubscribed, and if the number of Offer Shares validly applied for in the Public Offer represents 100% or more, but less than 15 times, of the number of Offer Shares initially available under the Public Offer; or (ii) the Offer Shares under the Placing are not fully subscribed, and if the number of Offer Shares validly applied for in the Public Offer represents 100% or more of the number of Offer Shares initially available under the Public Offer, the Sole Bookrunner may, at its discretion, reallocate the Offer Shares initially allocated from the Placing to the Public Offer to satisfy valid applications under the Public Offer, provided that the total number of Offer Shares available under the Public Offer shall not be increased to more than 7,565,000 Shares, representing double the number of Offer Shares initially available under the Public Offer and 20% of the total number of Offer Shares initially available under the Share Offer.

If the Public Offer is not fully subscribed, the Sole Bookrunner has the absolute discretion to re-allocate all or any of the unsubscribed Public Offer Shares originally included in the Public Offer to the Placing in such number as it deems appropriate to satisfy the demand under the Placing. Subject to the aforesaid reallocation mechanism, the Public Offer Shares to be offered in the Public Offer and the Placing Shares to be offered in the Placing may, in certain circumstances, be reallocated between these offerings at the discretion of the Sole Bookrunner. Details of any re-allocation of Offer Shares between the Public Offer and the Placing will be disclosed in the results announcement, which is expected to be made on Thursday, 15 March 2018.

For details, please refer to the section headed “Structure and conditions of the Share Offer” in the Prospectus.

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 date of commencement of dealings in the Shares on the Stock Exchange or on any 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 be HK\$2.30 per Offer Share, unless otherwise announced. Applicants under the Public Offer must pay the Offer Price of HK\$2.30 per Public Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% in full on application for Shares under the terms set out in the Application Forms.

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 the allotted Public Offer Shares to be issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like the allotted Public Offer Shares to be issued in the name of HKSCC Nominees Limited and deposited directly into CCASS to be credited to their CCASS Investor Participant stock accounts or their designated CCASS Participants’ stock accounts maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS to cause HKSCC Nominees Limited to apply for them.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours between 9:00 a.m. on Wednesday, 28 February 2018 until 12:00 noon on Monday, 5 March 2018 from:

(i) the following offices of the Underwriters:

**Sinomax Securities Limited**, Room 2705-6, 27/F, Tower One, Lippo Centre, 89 Queensway, Hong Kong

**Sinolink Securities (Hong Kong) Company Limited**, Units 2505-06, 25/F, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong

**RHB Securities Hong Kong Limited**, 12/F, World-Wide House, 19 Des Voeux Road Central, Hong Kong

**Changjiang Securities Brokerage (HK) Limited**, Suite 1908, 19/F, Cosco Tower, 183 Queen's Road Central, Hong Kong

(ii) any of the following branches of **Standard Chartered Bank (Hong Kong) Limited**, the receiving bank for the Public Offer:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Des Voeux Road Branch	Standard Chartered Bank Building 4-4A, Des Voeux Road Central Central
	Aberdeen Branch	Shop 4A, G/F and Shop 1, 1/F Aberdeen Centre Site 5 No. 6-12 Nam Ning Street, Aberdeen
	Causeway Bay Branch	G/F to 2/F, Yee Wah Mansion 38-40A Yee Wo Street, Causeway Bay
<b>Kowloon</b>	Lok Fu Shopping Centre Branch	Shop G201, G/F Lok Fu Shopping Centre
	Mongkok Branch	Shop B, G/F, 1/F & 2/F 617-623 Nathan Road, Mongkok
<b>New Territories</b>	Tsuen Wan Branch	Shop C, G/F & 1/F, Jade Plaza 298 Sha Tsui Road, Tsuen Wan

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 28 February 2018 until 12:00 noon on Monday, 5 March 2018 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 accordance with the instructions printed thereon, together with a cheque or a banker's cashier order attached and marked payable to "**HORSFORD NOMINEES LIMITED — TONGDA HONG TAI 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 dates and times:

Wednesday, 28 February 2018 — 9:00 a.m. to 5:00 p.m.

Thursday, 1 March 2018 — 9:00 a.m. to 5:00 p.m.

Friday, 2 March 2018 — 9:00 a.m. to 5:00 p.m.

Saturday, 3 March 2018 — 9:00 a.m. to 1:00 p.m.

Monday, 5 March 2018 — 9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Monday, 5 March 2018, the last application day or such later time as described in the section headed "How to apply for the Public Offer Shares — 9. 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 Wednesday, 28 February 2018 until 12:00 noon on Monday, 5 March 2018 or such later time as described in the section headed "How to apply for the Public Offer Shares — 9. Effect of bad weather on the opening of the application lists" in the Prospectus.

If you are not a CCASS Investor Participant, you may instruct your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to HKSCC to apply for the Public Offer Shares on your behalf.

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 Share Offer.

The Company expects to announce the level of applications of the Public Offer, the level of indication of interest in the Placing and the basis of allocation of the Public Offer Shares on Thursday, 15 March 2018 on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.tongdahongtai.com](http://www.tongdahongtai.com).

Results of allocations in the Public Offer, including the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) and the number of Public Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms, or by giving **electronic application instructions** to HKSCC via CCASS, will be made available through a variety of channels from Thursday, 15 March 2018 as described under 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 for the Offer Shares will only become valid at 8:00 a.m. (Hong Kong time) on Friday, 16 March 2018 provided that the Share Offer has become unconditional in all respects and the right of termination described under the section headed “Underwriting” 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 the terms therein at or before 8:00 a.m. (Hong Kong time) on Friday, 16 March 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 16 March 2018. The Shares will be traded in board lots of 2,500 Shares each. The stock code of the Shares is 2363.

By order of the Board  
**Tongda Hong Tai Holdings Limited**  
**Wong Ming Li**  
*Executive Director*

Hong Kong, 28 February 2018

*As at the date of this announcement, the executive Directors of the Company are Mr. Wong Ming Li, Mr. Wong Ah Yu and Mr. Wang Ming Zhi; the non-executive Director of the Company is Mr. Wang Ya Nan; and the independent non-executive Directors of the Company are Ms. Leung Pik Kwan, Mr. Sun Wai Hong and Mr. Wu Kin San Alfred.*

*This announcement is available for viewing on the websites of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company at [www.tongdahongtai.com](http://www.tongdahongtai.com).*