

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 28 February 2018 (the “**Prospectus**”) issued by Apex Ace Holding 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 Global Offering described below before deciding whether or not to invest in the Offer Shares.

Nothing in this announcement or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Hong Kong Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful.

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.

Potential investors of the Offer Shares should note that the Underwriters are entitled to terminate their obligations under the Underwriting Agreements by notice in writing at their opinion upon the occurrence of any of the events set forth in the paragraph headed “Grounds for termination” in the section headed “Underwriting” of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

Apex Ace Holding Limited
光麗科技控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

**Number of Offer Shares : 250,000,000 Shares (subject to the
in the Global Offering Over-allotment Option)**
**Number of International Placing Shares : 225,000,000 Shares (subject to
adjustment and the Over-allotment
Option)**
**Number of Hong Kong Offer Shares : 25,000,000 Shares (subject to
adjustment)**
**Offer Price : Not more than HK\$0.58 per Offer
Share and expected to be not less than
HK\$0.40 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
Stock Code : 6036

Sponsor
AmCap
Ample Capital Limited
豐盛融資有限公司

**Sole Global Coordinator, Joint Bookrunner
and Joint Lead Manager**

AmCap
Ample Orient Capital Limited
豐盛東方資本有限公司

**Joint Bookrunner and
Joint Lead Manager**

 **富滙證券**
WealthLink
Securities Limited

Joint Lead Manager

AFG 高鈺

* for identification purpose only

Application has been made 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 under the Capitalisation Issue and the Global Offering (including any Shares which may be issued upon exercise of the Over-allotment Option and any Shares which may fall to be allotted and issued upon the exercise of the options which may be granted under the Share Option Scheme.)

The Global Offering comprises the International Placing of initially 225,000,000 International Placing Shares and the Hong Kong Public Offer of initially 25,000,000 Hong Kong Offer Shares.

Use a **WHITE** Application Form if you want the Hong Kong Offer Shares to be issued in your own name.

Use a **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant's stock account or the stock account of your designated CCASS Participant.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 16 March 2018.

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The Global Offering comprises the Hong Kong Public Offer and the International Placing. The 250,000,000 Offer Shares initially being offered in the Global Offering will represent 25% of the enlarged share capital of our Company immediately after completion of the Global Offering and the Capitalisation Issue. A total of 225,000,000 Shares, representing 90% of the initial total number of the Offer Shares, will initially be offered under the International Placing to professional, institutional and/or other investors in Hong Kong and certain other jurisdictions. A total of 25,000,000 Shares, representing 10% of the initial total number of the Offer Shares, will initially be offered under the Hong Kong Public Offer.

The allocation of Offer Shares between the Hong Kong Public Offer and the International Placing is subject to adjustment as detailed in the section headed “Structure And Conditions of the Global Offering – The Hong Kong Public Offer – Reallocation and Clawback” in the Prospectus. In particular, the Sole Global Coordinator may reallocate Offer Shares from the International Placing to the Hong Kong Public Offer to satisfy valid applications under the Hong Kong Public Offer. In accordance with Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offer following such reallocation shall be not more than double the initial allocation to the Hong Kong Public Offer (i.e. 50,000,000 Offer Shares).

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 16 March 2018 (the “**Listing Date**”). Subject to the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus on the Main Board of the Stock Exchange, as well as 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 any other date as HKSCC chooses.

All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. 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 necessary arrangements have been made for the Shares to be admitted into CCASS. Applications of 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.

Each applicant under the Hong Kong Public Offer will also be required to undertake and confirm in the Application Form submitted by him/her/it, among other matters, that he/she/it and any person(s), for whose benefit he/she/it is making the application, have not indicated an interest for, taken up or applied for and will not indicate an interest for, take up or apply for any International Placing Shares under the International Placing, and such applicant’s application will be rejected if the said undertaking and/or confirmation is breached and/or untrue (as the case may be). The Sponsor and the Sole Global Coordinator or their respective agents or nominees, if any, have full discretion to reject or accept any application, in full or in part, without having to give any reason for any rejection or acceptance.

Multiple or suspected multiple applications and any application made for more than 50% of the Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offer will be rejected.

The Offer Price will be not more than HK\$0.58 per Offer Share and expected to be not less than HK\$0.40 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\$0.58 per 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\$0.58 per Offer Share.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.58 per Offer Share (excluding brokerage, the SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offer are not fulfilled in accordance with the section headed “Structure And Conditions of the Global Offering-Conditions of the Hong Kong Public Offer” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, the SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest and the cheque or banker’s cashier order will not be cleared.

Any refund of your application monies will be made on Thursday, 15 March 2018.

WHERE TO COLLECT THE PROSPECTUS AND APPLICATION FORMS

Applicants who would like the Hong Kong Offer Shares to be issued in their own names should complete and use a **WHITE** Application Form. Applicants who would like the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to their stock accounts or their designated CCASS Participant’s stock accounts maintained with CCASS should either (i) complete and sign the **YELLOW** Application Form; 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, 28 February 2018 until 12:00 noon on Monday, 5 March 2018 from:

- (1) the following address of the Hong Kong Underwriters:

Ample Orient Capital Limited
Room A, 17/F, Fortune House
61 Connaught Road Central, Central
Hong Kong

Wealth Link Securities Limited
Unit B1, 5/F
Guangdong Investment Tower
148 Connaught Road Central
Hong Kong

AFG Securities Limited
Room B, 17/F, Fortune House
61 Connaught Road Central, Central
Hong Kong

- (2) any of the following branches of DBS Bank (Hong Kong) Limited, the receiving bank for the Hong Kong Public Offer:

Hong Kong Island

Branch Name	Address
United Centre Branch	Shops 1015-1018 on 1/F & Shops 2032-2034 on 2/F, United Centre, 95 Queensway, Admiralty
North Point Branch	G/F, 391 King's Road, North Point

Kowloon

Branch Name	Address
Kowloon Bay – SME Banking Centre	Shop 6, G/F, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay
Yaumatei Branch	G/F & 1/F, 131-137 Woosung Street, Yaumatei

New Territories

Branch Name	Address
Tuen Mun Town Plaza – SME Banking Centre	Shop 23, G/F, Tuen Mun Town Plaza (II), 3 Tuen Lung Street, Tuen Mun

You can collect a **YELLOW** Application Form and a Prospectus 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.

Applications on WHITE or YELLOW Application Forms

Subject to the terms and conditions set out in the Prospectus and the related Application Forms, applications on completed **WHITE** or **YELLOW** Application Form together with a cheque or a banker's cashier order attached and marked payable to "Ting Hong Nominees Limited – Apex Ace 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:

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 of the Hong Kong Public Offer will open from 11:45 a.m. to 12:00 noon on Monday, 5 March 2018, subject only to the weather condition as provided in the paragraph headed “9. Effect of bad weather on the Opening of the Application Lists” in the section headed “How to apply for Hong Kong Offer Shares” of 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 Hong Kong Offer Shares ” of 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 apply for the Hong Kong Offer Shares on your behalf.

You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Joint Bookrunners, the Joint Lead Managers and the Hong Kong Branch Share Registrar.

Please refer to the sections headed “Structure and conditions of the Global Offering” and “How to apply for Hong Kong Offer Shares” of the Prospectus for details of the conditions and application procedures of the Global Offering.

Results of Allocations

It is expected that the final Offer Price, the level of indication of interest in the International Placing, the level of applications in the Hong Kong Public Offer and the basis of allocation of the Hong Kong Offer Shares will be published on Thursday, 15 March 2018 on our website (www.apexace.com) and the Stock Exchange’s website (www.hkexnews.hk).

The results of allocations in the Hong Kong Public Offer (with successful applicants’ identification document or business registration numbers, where appropriate) will be available through a variety of channels (for further details, please see the section headed “How to Apply for Hong Kong 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 are expected to be issued on Thursday, 15 March 2018 but will only become valid certificates of title at 8:00 a.m. on Friday, 16 March 2018 provided that (a) the Global Offering has become unconditional in all respects; and (b) none of the Underwriting Agreements has been terminated in accordance with its terms.

Assuming that the Global Offering becomes unconditional 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 are expected to commence at 9:00 a.m. on Friday, 16 March 2018. The Shares will be traded in board lots of 5,000 Shares each. The stock code for the Shares is 6036.

By order of the Board
Apex Ace Holding Limited
Lee Bing Kwong
Chairman

Hong Kong, 28 February 2018

As at the date of this announcement, the Board comprises Mr. Lee Bing Kwong and Mr. Lo Yuen Kin as executive Directors and Mr. Cheung Siu Kui, Mr. Yim Kwok Man and Dr. Chow Terence as independent non-executive Directors.