

*Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 23 May 2018 (the “**Prospectus**”) issued by Affluent Foundation Holdings Limited (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.*

*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 the Company. 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 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 is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investment of any kind. The Offer Shares have not been, and will not be, registered under the applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will not and is not currently intended to be any public offer of the Offer Shares in the United States.*

*In connection with the Share Offer, Head & Shoulders Securities Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allot Shares or 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 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. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for lodging applications under the Public Offer. Such stabilisation action may only be commenced if the size of the Share Offer is HK\$100 million or above. 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, as amended, made under the Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong).*

*Potential investors should be aware that stabilising actions cannot be taken to support the price of the Shares for longer than the stabilisation period which will begin on the Listing Date and expire on Wednesday, 27 June 2018, being the 30th day after the date of the last day for lodging applications under the Public Offer. After this date, no further stabilising action may be taken and demand for the Shares and the price of the Shares could fall.*



# Affluent Foundation Holdings Limited 俊裕地基集團有限公司

(incorporated in the Cayman Islands with limited liability)

## SHARE OFFER

- Number of Offer Shares** : 300,000,000 Shares (subject to the Adjustment Options)
- Number of Placing Shares** : 270,000,000 Shares (subject to reallocation and the Adjustment Options)
- Number of Public Offer Shares** : 30,000,000 Shares (subject to reallocation)
- Offer Price** : Not more than HK\$0.34 per Offer Share and not less than HK\$0.30 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** : 1757

### Sole Sponsor



### Sole Bookrunner and Sole Lead Manager



Application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to Share Offer (including the Shares to be issued pursuant to (i) the Capitalisation Issue, (ii) the Share Offer (including the additional Shares which may be issued pursuant to the exercise of the Adjustment Options) and (iii) the exercise of the options which may be granted under the Share Option Scheme). Assuming that the Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, 7 June 2018, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Thursday, 7 June 2018.

The Share Offer comprises the Public Offer of initially 30,000,000 Shares (subject to reallocation), representing 10% of the Offer Shares available under the Share Offer and the Placing of initially 270,000,000 Shares (subject to reallocation and the Adjustment Options), representing 90% of the Offer Shares available under the Share Offer. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to reallocation as described in the section headed “Structure and conditions of the Share Offer” in the Prospectus.

In particular, the Sole Bookrunner may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with the 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 Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 60,000,000 Offer Shares) and the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.30 per Offer Share) stated in the Prospectus.

In addition, the Company will grant the Adjustment Options to the Placing Underwriter, exercisable in full or in part by the Sole Bookrunner (for itself and on behalf of the Placing Underwriter) under the Placing Underwriting Agreement pursuant to which the Sole Bookrunner may either exercise the Offer Size Adjustment Option prior to the Listing (if the final Offer Price is less than HK\$0.334 and thus, the size of the Share Offer is less than HK\$100 million) or exercise the Over-allotment Option from the date of the Prospectus to the last business day immediately before the 30th day after the last day for lodging applications under the Public Offer (if the final Offer Price is HK\$0.334 or above and thus, the size of the Share Offer is not less than HK\$100 million), pursuant to any of which the Company is required to allot and issue up to 45,000,000 additional Shares at the Offer Price, representing 15% of the Offer Shares initially available under the Share Offer, on the same terms as those applicable to the Share Offer, solely to cover any over-allocations in the Placing. The Company will disclose in its allotment results announcement whether and to what extent the Offer Size Adjustment Option has been exercised, and will confirm in the announcement that, if the Offer Size Adjustment Option is not exercised by then, the Offer Size Adjustment Option will lapse and cannot be exercised on any future date. The allotment results announcement will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.hcho.com.hk](http://www.hcho.com.hk).

Subject to the granting of the approval for the 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 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. Investors should seek the advice of their stockbroker or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price will be not more than HK\$0.34 per Offer Share and is currently expected to be not less than HK\$0.30 per Offer Share. Applicants under the Public Offer shall pay in full, on application, the maximum indicative Offer Price of HK\$0.34 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 final Offer Price should be lower than HK\$0.34 per Offer Share.

**Applications for the Public 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)) in relation to the HK eIPO White Form.**

Applicants who would like to have the allotted 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 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 Form, may be obtained during normal business hours between 9:00 a.m. on Wednesday, 23 May 2018 until 12:00 noon on Monday, 28 May 2018 from:

(i) the following office of the Public Offer Underwriter:

Head & Shoulders Securities Limited  
Room 2511, 25/F  
Cosco Tower  
183 Queen's Road Central  
Hong Kong

(ii) The following office of the Sole Sponsor:

Dakin Capital Limited  
Room 2701, Admiralty Centre  
Tower 1, 18 Harbour Road  
Admiralty  
Hong Kong

(iii) any of the following branches of the receiving bank of the Public Offer:

Industrial and Commercial Bank of China (Asia) Limited

<b>District</b>	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	Admiralty Branch	Shop 1013–1014, 1/F, United Centre, 95 Queensway, Admiralty, Hong Kong
	Causeway Bay Branch	Shop A on G/F, 1/F, Hennessy Apartments, 488 & 490 Hennessy Road, Hong Kong
Kowloon	Jordan Branch	1/F, JD Mall, No. 233 Nathan Road, Jordan, Kowloon
	Kwun Tong Branch	Shop 5&6, 1/F, Crocodile Center, 79 Hoi Yuen Road, Kwun Tong, Kowloon
New Territories	Sha Tsui Road Branch	Shop 4, G/F Chung On Building, 297–313 Sha Tsui Road, Tsuen Wan, New Territories
	Shatin Branch	Shop 22J, Level 3, Shatin Centre, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 23 May 2018 until 12:00 noon on Monday, 28 May 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have such Application Forms and the Prospectus available.

Both completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "ICBC (Asia) Nominee Limited – Affluent Foundation Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

Wednesday, 23 May 2018 – 9:00 a.m. to 5:00 p.m.  
Thursday, 24 May 2018 – 9:00 a.m. to 5:00 p.m.  
Friday, 25 May 2018 – 9:00 a.m. to 5:00 p.m.  
Saturday, 26 May 2018 – 9:00 a.m. to 1:00 p.m.  
Monday, 28 May 2018 – 9:00 a.m. to 12:00 noon

The application lists will be opened from 11:45 a.m. to 12:00 noon on Monday, 28 May 2018, the last application day or such later time as described in the section headed "How to Apply for the Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Applicants applying by **HK eIPO White Form** service may submit applications through the **HK eIPO White Form** service at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Wednesday, 23 May 2018 up to 11:30 a.m. on Monday, 28 May 2018 or such later time as described in the section headed "How to apply for the Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" 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 Wednesday, 23 May 2018 until 12:00 noon on Monday, 28 May 2018 or such later time as described in the section headed "How to Apply for the Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

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 Public Offer.

The Company expects to announce the final Offer Price, the level of indications of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Offer Shares on Wednesday, 6 June 2018 on the website of the Company at [www.hcho.com.hk](http://www.hcho.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The results of allocations in the Public Offer and 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 or by applying online through the **HK eIPO White Form** Service Provider under the **HK eIPO White Form** service, will be made available through a variety of channels as described in the section headed "How to Apply for the Public Offer Shares – 11. 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 will only become valid at 8:00 a.m. on Thursday, 7 June 2018 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, 7 June 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, 7 June 2018. The Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 1757.

By order of the Board  
**Affluent Foundation Holdings Limited**  
**Chan Siu Cheong**  
*Chairman*

Hong Kong, 23 May 2018

*As at the date of this announcement, the executive Directors of the Company are Mr. Chan Siu Cheong and Mr. Sin Ka Pong, and the independent non-executive Directors of the Company are Mr. Ho Chi Wai, Mr. Cheung Kwok Yan Wilfred and Mr. Lau Leong Ho.*

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