

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated June 7, 2018 (the “**Prospectus**”) issued by VCREDIT 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 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.

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 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. The Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.

In connection with the Global Offering, Goldman Sachs (Asia) L.L.C., as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, may over-allocate or effect transactions with a view to stabilizing 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 Stabilizing Manager or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be conducted at the absolute discretion of the Stabilizing Manager or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization 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 stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Thursday, July 12, 2018, being the 30th day after the date of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



# VCREDIT HOLDINGS LIMITED

## 維信金科控股有限公司

(registered by way of continuation in the Cayman Islands with limited liability)

### GLOBAL OFFERING

- Number of Offer Shares under the Global Offering : 68,571,800 Shares (subject to reallocation and the Over-allotment Option)
- Number of Hong Kong Offer Shares : 6,857,200 Shares (subject to reallocation)
- Number of International Offer Shares : 61,714,600 Shares (subject to reallocation and the Over-allotment Option)
- Maximum Offer Price : HK\$23.00 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars subject to refund)
- Nominal value : HK\$0.10 per Share
- Stock code : 2003

#### Joint Sponsors

(in alphabetical order)



Goldman  
Sachs

J.P.Morgan

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Goldman  
Sachs

J.P.Morgan

Deutsche Bank 

Joint Bookrunners and Joint Lead Managers

(in alphabetical order)



Joint Lead Managers

(in alphabetical order)



Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus pursuant to the Global Offering (including any Shares which may be sold pursuant to the exercise of the Over-allotment Option). Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, June 21, 2018. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at [www.vcredit.com](http://www.vcredit.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The Global Offering comprises the Hong Kong Public Offering of initially 6,857,200 Shares (subject to reallocation), representing approximately 10% of the total number of Shares initially available under the Global Offering, and the International Offering of initially 61,714,600 Shares (subject to reallocation and the Over-allotment Option), representing approximately 90% of the total number of Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section "Structure of the Global Offering" in the Prospectus.

The Offer Shares to be offered in the Hong Kong Public Offering and the International Offering may, in certain circumstances, be reallocated as between the Hong Kong Public Offering and the International Offering at the discretion of the Joint Global Coordinators. If such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, in accordance with the Guidance Letter HKEX-GL91-18, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering will not be more than double the initial allocation to the Hong Kong Public Offering (being 13,714,400 Shares, representing 20% of the Offer Shares).

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 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.

Under the International Underwriting Agreement, the Company is expected to grant to the International Underwriters, exercisable by the Joint Global Coordinators (on behalf of the International Underwriters), the Over-allotment Option, exercisable within 30 days from the last day for lodging applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being Thursday, July 12, 2018) to require the Company to issue up to 10,103,800 additional Offer Shares, representing approximately 14.73% of the Offer Shares initially available under the Global Offering, at the Offer Price, to cover over-allocations in the International Offering, if any.

The Offer Price will not be more than HK\$23.00 per Offer Share and is currently expected to be not less than HK\$20.00 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\$23.00 per Offer Share together with 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\$23.00 per Offer Share.

**Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the WHITE or YELLOW Application Forms and the designated website ([www.hkeipo.hk](http://www.hkeipo.hk)) for the HK eIPO WHITE Form.** 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 Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 7, 2018, until 12:00 noon on Tuesday, June 12, 2018 from:

1. **the following office of the Hong Kong Underwriters:**

**Credit Suisse (Hong Kong) Limited**

L88, International Commerce Centre

1 Austin Road West

Kowloon

Hong Kong

**Goldman Sachs (Asia) L.L.C.**

59th Floor, Cheung Kong Center

2 Queen's Road Central

Central

Hong Kong

**J.P. Morgan Securities (Asia Pacific) Limited**

28/F, Chater House

8 Connaught Road Central

Hong Kong

**Deutsche Bank AG, Hong Kong Branch**

52/F, International Commerce Centre

1 Austin Road West

Kowloon, Hong Kong

**BOCI Asia Limited**

26th Floor, Bank of China Tower  
1 Garden Road  
Hong Kong

**Haitong International Securities Company Limited**

22/F, Li Po Chun Chambers  
189 Des Voeux Road Central  
Hong Kong

**Opus Capital Limited**

18th Floor, Fung House  
19–20 Connaught Road Central  
Central, Hong Kong

**Sinomax Securities Limited**

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

2. any of the following branches of the receiving banks for the Hong Kong Public Offering:

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

	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road Hong Kong
	King's Road Branch	131–133 King's Road, North Point Hong Kong
	Central District (Wing On House) Branch	71 Des Voeux Road Central Hong Kong
Kowloon	Telford Plaza Branch	Shop Unit, P2–P7, Telford Plaza No. 33 Wai Yip Street Kowloon Bay Kowloon
	Prince Edward Branch	774 Nathan Road Kowloon
	Tsim Sha Tsui East Branch	Shop 3, LG/F, Hilton Towers 96 Granville Road Tsim Sha Tsui East Kowloon
New Territories	City One Sha Tin Branch	Shop Nos. 24–25, G/F Fortune City One Plus No. 2 Ngan Shing Street ShaTin New Territories
	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue Sheung Shui New Territories

## Standard Chartered Bank (Hong Kong) Limited

	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building 4–4A, Des Voeux Road Central Central
	Wanchai Southorn Branch	Shop C2 on G/F and 1/F to 2/F Lee Wing Building No. 156–162 Hennessy Road Wanchai
Kowloon	Mongkok Branch	Shop B, G/F, 1/F & 2/F 617–623 Nathan Road Mongkok
	Lok Fu Shopping Centre Branch	Shop G201, G/F. Lok Fu Shopping Centre
New Territories	Tai Po Branch	G/F Shop No. 2, 23–25 Kwong Fuk Road Tai Po Market, Tai Po

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 7, 2018 until 12:00 noon on Tuesday, June 12, 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 copies of Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a check or banker's cashier order attached and marked payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — VCREDIT PUBLIC OFFER**" for payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above at the following times:

Thursday, June 7, 2018	—	9:00 a.m. to 5:00 p.m.
Friday, June 8, 2018	—	9:00 a.m. to 5:00 p.m.
Saturday, June 9, 2018	—	9:00 a.m. to 1:00 p.m.
Monday, June 11, 2018	—	9:00 a.m. to 5:00 p.m.
Tuesday, June 12, 2018	—	9:00 a.m. to 12:00 noon

Applicants applying by the **HK eIPO WHITE Form** may submit applications through the **HK eIPO WHITE Form** service at [www.hkeipo.hk](http://www.hkeipo.hk) (24 hours daily, except on the last application day) from 9:00 a.m. on Thursday, June 7, 2018 until 11:30 a.m. on Tuesday, June 12, 2018 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.

CCASS Clearing/Custodian Participants can input electronic application instructions at the following times on the following dates:

Thursday, June 7, 2018	—	9:00 a.m. to 8:30 p.m. <sup>(1)</sup>
Friday, June 8, 2018	—	8:00 a.m. to 8:30 p.m. <sup>(1)</sup>
Saturday, June 9, 2018	—	8:00 a.m. to 1:00 p.m. <sup>(1)</sup>
Monday, June 11, 2018	—	8:00 a.m. to 8:30 p.m. <sup>(1)</sup>
Tuesday, June 12, 2018	—	8:00 a.m. <sup>(1)</sup> to 12:00 noon

*Note:*

- (1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Thursday, June 7, 2018 until 12:00 noon on Tuesday, June 12, 2018 (24 hours daily, except on the last application day).

Please refer to the sections “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 Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company’s website ([www.vcredit.com](http://www.vcredit.com)) on Wednesday, June 20, 2018. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the time and date and in the manner as described in the section “How to apply for Hong Kong Offer Shares — 11. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Thursday, June 21, 2018 provided that the Global Offering has become unconditional and the right of termination described in the section “Underwriting” in the Prospectus has not been exercised. No receipt will be issued for application monies received. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, June 21, 2018. The Shares will be traded in board lots of 200 Shares each. The stock code of the Shares is 2003.

By order of the Board of Directors  
**VCREDIT Holdings Limited**  
**Ma Ting Hung**  
*Chairman*

Hong Kong, June 7, 2018



*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Ma Ting Hung as the chairman and the non-executive Director, Mr. Liu Sai Keung Thomas and Mr. Liu Sai Wang Stephen as the executive Directors, Mr. Derek Chen, Ms. Liu Yang and Mr. Yip Ka Kay as non-executive Directors, Mr. Chen Penghui, Dr. Seek Ngee Huat and Mr. Wu Chak Man 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).*