

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 28 September 2018 (the “**Prospectus**”) issued by Yun Lee Marine Group Holdings Limited (潤利海事集團控股有限公司) (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 shares or other securities of the Company. Potential investors should read the Prospectus issued by the Company for detailed information about the Company and the Share Offer 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 a solicitation to purchase or subscribe for securities in the United States or any other jurisdiction. 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**”) or any state securities law in the United States and may not be offered or sold, pledged or transferred within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States.*

Yun Lee Marine Group Holdings Limited

潤利海事集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

SHARE OFFER

Number of Offer Shares : 250,000,000 Shares

Number of Placing Shares : 225,000,000 Shares (subject to re-allocation)

Number of Public Offer Shares : 25,000,000 Shares (subject to re-allocation)

Offer Price : Not more than HK\$0.60 per Offer Share and not less than HK\$0.50 per Offer Share (payable in full on application plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% and subject to refund)

Nominal value : HK\$0.01 per Share

Stock code : 2682

Sponsor

MESSIS  大有融資

Financial Adviser

 高信融資
Karl Thomson

Joint Bookrunners

 雅利多證券
ARISTO SECURITIES LIMITED

 國泰君安國際
GUOTAI JUNAN INTERNATIONAL

 Pacific
Foundation

Co-Managers

 首盛資本集團
Alpha Financial Group

 潮商證券有限公司
ChaoShang Securities Limited

 FRONTPAGE 富比

 高信證券
Karl Thomson

 國新證券有限公司
SINO WEALTH SECURITIES LIMITED

Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and the Offer Shares to be issued pursuant to the Share Offer (including any additional Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Scheme). Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. on Tuesday, 23 October 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, 23 October 2018. The Shares will be traded in board lots of 4,000 Shares each.

The Share Offer comprises the Public Offer of initially 25,000,000 Shares (subject to re-allocation) and the Placing of initially 225,000,000 Shares (subject to re-allocation), representing 10% and 90% of the total number of Offer Shares initially being offered under the Share Offer, respectively. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to re-allocation as described in the section headed “*Structure and conditions of the Share Offer*” in the Prospectus. In particular, the Joint Bookrunners may, at their sole discretion, re-allocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such re-allocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be re-allocated to the Public Offer following such re-allocation shall be not more than double the initial allocation to the Public Offer (i.e. 50,000,000 Offer Shares), and the final Offer Price shall be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$0.50 per Offer Share) stated 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 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 stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price will not be more than HK\$0.60 per Offer Share and is currently expected to be not less than HK\$0.50 per Offer Share unless otherwise announced. Applicants for the Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.60 per Offer Share plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%.

If the Offer Price as finally determined is less than HK\$0.60 per Offer Share, appropriate refund payments (including the brokerage fee, SFC transaction levy and Stock Exchange trading fee attributable to the surplus application monies) will be made to successful applicants without interest. Further details are set out in the section headed “*How to apply for Public Offer Shares — 13. Refund of application monies*” in the Prospectus.

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the relevant Application Forms and the designated website (www.hkeipo.hk) in relation to the HK eIPO White Form.

Applicants who would like the Public Offer Shares to be allotted in their own names should either (i) complete and sign the **WHITE** Application Form or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at **www.hkeipo.hk** through the **HK eIPO White Form** service. Applicants who would like the Public Offer Shares to be allotted 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 Form 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 Friday, 28 September 2018 until 12:00 noon on Friday, 12 October 2018 (or such later date as described in the section headed “*How to apply for Public Offer Shares — 10. Effect of bad weather on the opening of the application lists*” in the Prospectus) from:

1. any of the following offices of the Joint Bookrunners:
 - (a) Aristo Securities Limited at Room 101, 1st Floor, On Hong Commercial Building, 145 Hennessy Road, Wanchai, Hong Kong
 - (b) Guotai Junan Securities (Hong Kong) Limited at 27/F, Low Block, Grand Millennium Plaza, 181 Queen’s Road Central, Hong Kong
 - (c) Pacific Foundation Securities Limited at 11th Floor, New World Tower II, 16-18 Queen’s Road Central, Hong Kong

2. any of the following branches of DBS Bank (Hong Kong) Limited:

District	Branch name	Branch address
Hong Kong Island	United Centre Branch	Shops 1015-1018 on 1/F & Shops 2032-2034 on 2/F, United Centre, 95 Queensway, Admiralty
	Queen's Road East — DBS Treasures Centre	Shop A, G/F, Jonsim Place, 228 Queen's Road East, Wanchai
Kowloon	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

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Friday, 12 October 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 banker's cashier order payable to "**Ting Hong Nominees Limited — Yun Lee Marine Public Offer**" should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank referred to above at the following times:

Friday, 28 September 2018 — 9:00 a.m. to 5:00 p.m.
Saturday, 29 September 2018 — 9:00 a.m. to 1:00 p.m.
Tuesday, 2 October 2018 — 9:00 a.m. to 5:00 p.m.
Wednesday, 3 October 2018 — 9:00 a.m. to 5:00 p.m.
Thursday, 4 October 2018 — 9:00 a.m. to 5:00 p.m.
Friday, 5 October 2018 — 9:00 a.m. to 5:00 p.m.
Saturday, 6 October 2018 — 9:00 a.m. to 1:00 p.m.
Monday, 8 October 2018 — 9:00 a.m. to 5:00 p.m.
Tuesday, 9 October 2018 — 9:00 a.m. to 5:00 p.m.
Wednesday, 10 October 2018 — 9:00 a.m. to 5:00 p.m.
Thursday, 11 October 2018 — 9:00 a.m. to 5:00 p.m.
Friday, 12 October 2018 — 9:00 a.m. to 12:00 noon

The application for the Public Offer Shares will commence on Friday, 28 September 2018 through Friday, 12 October 2018, being longer than normal market practice of four days. The application monies (including the brokerage fees, SFC transaction levy and Stock Exchange trading fees) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to the applicants without interest on Monday, 22 October 2018. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence on Tuesday, 23 October 2018.

Applicants applying online through the **HK eIPO White Form** service may submit applications through the designated website of the **HK eIPO White Form** Service Provider at **www.hkeipo.hk** from 9:00 a.m. on Friday, 28 September 2018 until 11:30 a.m. on Friday, 12 October 2018 (24 hours daily, except on the last application day) and the latest time for completing full payment of application monies in respect of such application will be 12:00 noon on Friday, 12 October 2018 or such later time as described in the section headed “*How to apply for Public 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** from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Friday, 12 October 2018 or such later time as described in the section headed “*How to apply for 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 Public Offer Shares*” in the Prospectus for details of the conditions and procedures of the Public Offer.

The Offer Price is expected to be fixed by the Price Determination Agreement between the Joint Bookrunners (for themselves and on behalf of the Underwriters) and the Company on the Price Determination Date. The Price Determination Date is expected to be on or about Monday, 15 October 2018. If, for whatever reason, the Joint Bookrunners (for themselves and on behalf of the Underwriters) and the Company are unable to reach any agreement on the Offer Price or enter into the Price Determination Agreement on or before Tuesday, 16 October 2018, the Share Offer will not become unconditional and will lapse.

The Company expects to announce the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of Public Offer Shares on or before Monday, 22 October 2018 on the website of the Company at **www.yunlee.com.hk** and the website of the Stock Exchange at **www.hkexnews.hk**.

The results of allocations and the successful applicants' Hong Kong identity card/passport/Hong Kong business registration numbers under the Public Offer will be made available from Monday, 22 October 2018 through a variety of channels at the times and date and in the manner specified in the section headed "*How to apply for Public Offer Shares— 11. Publication of results*" in the Prospectus.

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\$0.60 per Offer Share (excluding brokerage fee, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Public Offer are not fulfilled in accordance with "*Structure and conditions of the Share Offer — Conditions of the Share Offer*" in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage fee, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker's cashier order will not be cleared.

Any refund of your application monies will be made on or before Monday, 22 October 2018.

The Company will not issue temporary documents of title in respect of Shares or receipt for application fees received. Share certificates will only become valid at 8:00 a.m. on Tuesday, 23 October 2018 provided that the Share Offer has become unconditional and the right of termination described in the section headed "*Underwriting — Public Offer underwriting arrangements and expenses — Public Offer — Grounds for termination*" in the Prospectus has not been exercised.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 23 October 2018. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares will be 2682.

By Order of the Board of Directors
Yun Lee Marine Group Holdings Limited
潤利海事集團控股有限公司
Wen Tsz Kit Bondy
Chairman

Hong Kong, 28 September 2018

As at the date of this announcement, Mr. Wen Tsz Kit Bondy and Ms. Chan Sau Ling Amy are the executive Directors, and Mr. Liu Hon Por Francis, Mr. Wu Tai Cheung and Mr. Fu Bradley are the independent non-executive Directors.