

*Unless otherwise defined herein, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus (the “**Prospectus**”) issued by MOS House Group Limited (the “**Company**”) dated 28 September 2018.*

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (the “**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 the shares or other securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and the Share Offer described in this announcement before deciding whether or not to invest in the Offer Shares.*

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for distribution, directly or indirectly, in or into the United States, nor is this announcement an offer of Shares for sale in the United States. 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, 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. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. There will not be and is not currently intended to be any public offering of securities of the Company in the United States.*

# MOS HOUSE GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

## PLACING AND PUBLIC OFFER

Number of Offer Shares : 500,000,000 Shares  
Number of Public Offer Shares : 50,000,000 Shares (subject to re-allocation)  
Number of Placing Shares : 450,000,000 Shares (subject to re-allocation)  
Maximum Offer Price : HK\$0.25 per Offer Share (payable in full in Hong Kong dollars 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 : 1653

Sponsor

**AmCap**

*Ample Capital Limited*

豐盛融資有限公司

Sole Global Coordinator, Joint Bookrunner and Joint Lead Manager



Joint Bookrunner and Joint Lead Manager



Co-managers



Application has been made by the Company to the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, (i) the Shares in issue; (ii) the Offer Shares to be issued pursuant to the Capitalisation Issue and Share Offer; and (iii) any options that may be granted under the Share Option Scheme. Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 19 October 2018, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Friday, 19 October 2018.

The Share Offer comprises the Public Offer of initially 50,000,000 Shares (subject to re-allocation), representing 10% of the total number of Shares initially made available under the Share Offer, and the Placing of initially 450,000,000 Shares (subject to re-allocation), representing 90% of the total number of Shares initially made available under the Share Offer. The allocation of the Offer Shares between the Public Offer and the Placing is subject to adjustment as stated in the section headed “Structure of the Share Offer” in the Prospectus.

In addition, pursuant to the Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, in the event that such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules or as described in the section headed “Structure of the Share Offer”, the total number of Public Offer Shares available under the Public Offer shall not be increased to more than 100,000,000 Shares, representing double the number of Public Offer Shares initially available under the Public Offer and 20% of the total number of Offer Shares initially available under the Share Offer. In such case, the final Offer Price must be set at the bottom end of the indicative offer price range.

Subject to the granting by the Stock Exchange of the 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 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 to enable the Shares to be admitted into CCASS.

The Offer Price range is currently set as no more than HK\$0.25 per Offer Share and expected to be not less than HK\$0.19 per Offer Share. Applicants under the Public Offer are required to pay in full in Hong Kong dollars, on application, the maximum Offer Price of HK\$0.25 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% and subject to refund, if the final Offer Price is determined to be less than HK\$0.25 per Offer Share.

The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (for itself and on behalf of the Underwriters) and us on the Price Determination Date. The Price Determination Date is expected to be on or about Wednesday, 10 October 2018 and, in any event, not later than Monday, 15 October 2018.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Public Offer are not fulfilled in accordance with the section headed “Structure 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, 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 Thursday, 18 October 2018.

**Applications under the Public Offer will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.**

The Share Offer is conditional upon the fulfilment of the conditions set forth under the section headed “Structure of the Share Offer — Conditions of the Share Offer” in the Prospectus. In the event that the conditions of the Share Offer as mentioned therein are not fulfilled or waived (as the case may be) on or before such dates and times, the Share Offer will lapse and all monies received will be refunded to the applicants of the Share Offer without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Share Offer will be published on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.rbmsgroup.com](http://www.rbmsgroup.com) on the next business day following the date of such lapse.

Prospective investors should note that the Underwriters are entitled to terminate their obligations under the Underwriting Agreements by notice in writing to the Company given by the Sole Global Coordinator (for itself and on behalf of the Underwriters) upon the occurrence of any of the events set forth under the section headed “Underwriting — Public Offer underwriting arrangements — Grounds for termination” of the Prospectus at any time prior to 8:00 a.m. in Hong Kong on the Listing Date.

Applicants who would like the Offer Shares to be issued in their own names should either (i) complete and sign the **WHITE** Application Forms or (ii) apply online via **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk). Applicants who would like the Offer Shares to be registered in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or their designated CCASS Participant’s stock accounts maintained with CCASS should either (i) complete and sign the **YELLOW** Application Forms or (ii) give **electronic application instructions** to HKSCC via CCASS.

Printed copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Friday, 5 October 2018 (both days inclusive) (or such later date and time as may apply as described in the sub-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 addresses of the Public Offer Underwriters:

<b>Name</b>	<b>Address</b>
<b>Alpha Financial Group Limited</b>	Room A, 17/F, Fortune House, 61 Connaught Road Central, Hong Kong
<b>Future Land Resources Securities Limited</b>	Flat B, 20/F, Guangdong Investment Tower, 148 Connaught Road Central, Sheung Wan, Hong Kong
<b>AFG Securities Limited</b>	Room B, 17/F., Fortune House, 61 Connaught Road Central, Central, Hong Kong
<b>China-Hong Kong Link Securities Company Limited</b>	19/F, 80 Gloucester Road, Wanchai, Hong Kong
<b>Run Investment Services Limited</b>	Room 08, 24/F, Dominion Centre, No. 43–59, Queen’s Road East, Wanchai, Hong Kong
<b>RaffAello Securities (HK) Limited</b>	Unit 1701, 17/F, Low Block, Grand Millennium Plaza, 181 Queen’s Road Central, Hong Kong
<b>China Finance KAB Limited</b>	30/F Chinachem Century Tower, 178 Gloucester Road, Wanchai, Hong Kong
<b>Eddid Securities and Futures Limited</b>	23/F, Mass Mutual Tower, 33 Lockhart Road, Wan Chai, Hong Kong
<b>Global Mastermind Securities Limited</b>	25/F, Nam Wo Hong Building, 148 Wing Lok Street, Sheung Wan, Hong Kong

2. any of the following branches of the following receiving bank:

**Standard Chartered Bank (Hong Kong) Limited:**

	<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
<b>Kowloon</b>	Telford Gardens Branch	Shop P9–12, Telford Plaza, Telford Gardens, Tai Yip Street, Kowloon Bay
	Tsim Sha Tsui Branch	Shop G30 & B117–23, G/F, Mira Place One, 132 Nathan Road, Tsim Sha Tsui
<b>New Territories</b>	Tsuen Wan Branch	Shop C, G/F & 1/F, Jade Plaza, 298 Sha Tsui Road, Tsuen Wan

Printed copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Friday, 5 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.

Both the **WHITE** and **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, together with cheques or banker's cashier orders attached and marked payable to "**HORSFORD NOMINEES LIMITED — MOS HOUSE GROUP 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:

<b>Friday, 28 September 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Saturday, 29 September 2018</b>	<b>— 9:00 a.m. to 1:00 p.m.</b>
<b>Tuesday, 2 October 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Wednesday, 3 October 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Thursday, 4 October 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Friday, 5 October 2018</b>	<b>— 9:00 a.m. to 12:00 noon</b>

Applicants applying through the **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk) (24 hours daily, except on the last application day) from 9:00 a.m. on Friday, 28 September 2018 until 11:30 a.m. on Friday, 5 October 2018 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 5 October 2018 or such later time under 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** at the following times on the following dates<sup>(1)</sup>:

<b>Friday, 28 September 2018</b>	<b>— 9:00 a.m. to 8:30 p.m.</b>
<b>Saturday, 29 September 2018</b>	<b>— 8:00 a.m. to 1:00 p.m.</b>
<b>Tuesday, 2 October 2018</b>	<b>— 8:00 a.m. to 8:30 p.m.</b>
<b>Wednesday, 3 October 2018</b>	<b>— 8:00 a.m. to 8:30 p.m.</b>
<b>Thursday, 4 October 2018</b>	<b>— 8:00 a.m. to 8:30 p.m.</b>
<b>Friday, 5 October 2018</b>	<b>— 8:00 a.m. to 12:00 noon</b>

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 28 September 2018 until 12:00 noon on Friday, 5 October 2018 (24 hours daily, except on Friday, 5 October 2018, the last application day).

*Note:*

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

Please refer to the sections headed “Structure 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 Company expects to announce the final Offer Price, the indication of the level of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Thursday, 18 October 2018 on the Company’s website at [www.rbmsgroup.com](http://www.rbmsgroup.com) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk).

Results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Public Offer will be available on Thursday, 18 October 2018 in the manner described in the section headed “How to apply for Public Offer Shares — 11. Publication of results” in the Prospectus.

Share certificates for the Offer Shares will only become valid certificates of title at 8:00 a.m. in Hong Kong on the Listing Date provided that the Share Offer has become unconditional in all respects and the right of termination as described in the section headed “Underwriting — Public Offer Underwriting Arrangements — Public Offer — Grounds for termination” in the Prospectus has not been exercised.

**No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application.**

It is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. Hong Kong time on Friday, 19 October 2018. Shares will be traded in board lots of 20,000 Shares each. The stock code for the Shares is 1653.

By Order of the Board  
**MOS House Group Limited**  
**Simon Tso**  
*Chairman*

Hong Kong, 28 September 2018

*As at the date of this announcement, the Board comprises of two executive Directors, namely Mr. Simon Tso and Ms. Tsui To Fei, one non-executive Director, namely Mr. Leung Wai Chuen, and three independent non-executive Directors, namely Mr. Ho Wing Tim, Mr. Ng Wang To and Ms. Law Chui Yuk.*

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