

# ANNOUNCEMENT OF OFFER PRICE AND ALLOTMENT RESULTS

## SUMMARY

### Offer Price and Net Proceeds from the Share Offer

- The Offer Price has been determined at HK\$0.25 per Offer Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).
- Based on the Offer Price of HK\$0.25 per Offer Share and 250,000,000 Shares offered by the Company, the net proceeds from the Share Offer to be received by the Company, after deducting the related underwriting fees and commissions and estimated expenses paid and payable by the Company in relation to the Share Offer, are estimated to be approximately HK\$34.4 million. The Company intends to apply such net proceeds in the manner set out in the paragraph headed “Net Proceeds from the Share Offer” in this announcement and the section headed “Future Plans and Use of Proceeds” in the Prospectus.

### Public Offer

- The Offer Shares initially offered under the Public Offer have been moderately over-subscribed. A total of 5,805 valid applications have been received pursuant to the Public Offer on **WHITE** and **YELLOW** Application Forms and through giving **electronic application instructions** to HKSCC via CCASS for a total of 373,960,000 Public Offer Shares, equivalent to approximately 14.96 times of the total number of 25,000,000 Public Offer Shares initially available for subscription under the Public Offer.
- The re-allocation mechanism as described in the section headed “Structure and Conditions of the Share Offer — The Public Offer — Reallocation” in the Prospectus has not been applied. As the number of the Public Offer Shares validly applied for is less than 15 times of the initial number of the Public Offer Shares available for subscription under the Public Offer, no Offer Shares have been re-allocated from the Placing to the Public Offer. The final number of Offer Shares under the Public Offer is 25,000,000 Public Offer Shares, representing 10% of the total number of Offer Shares initially available under the Share Offer, and being allotted to 2,124 allottees under the Public Offer.

## Placing

- The Offer Shares initially offered under the Placing have been moderately over-subscribed, which is equivalent to 1.03 times of the total number of 225,000,000 Offer Shares initially available under the Placing. The final number of the Placing Shares allocated to 210 placees under the Placing is 225,000,000 Placing Shares, representing 90% of the total number of the Offer Shares available under the Share Offer. A total of 30 placees have been allotted five board lots of Placing Shares or less, representing approximately 14.3% of the total number of placees under the Placing. A total of 1,500,000 Placing Shares have been allotted to these placees, representing approximately 0.7% of the Placing Shares.
- The Offer Size Adjustment Option has not been exercised by the Joint Bookrunners (for themselves and on behalf of the Underwriters) and has lapsed.
- The Directors confirm that, to the best of their knowledge and belief, all placees and their ultimate beneficial owners under the Placing are independent and not core connected persons of the Company and any of the Directors, chief executive, Controlling Shareholders, substantial shareholders, significant shareholders or existing shareholders of the Company or any of its subsidiaries or their respective close associates within the meaning of the GEM Listing Rules, and are not any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing, and none of the Placing Shares subscribed by the placees has been financed directly or indirectly by any of the Directors, chief executive, Controlling Shareholders, substantial shareholders, significant shareholders or existing shareholders of the Company or any of its subsidiaries or their respective close associates, and none of the placees is accustomed to taking instructions from any of the Directors, chief executive, Controlling Shareholders, substantial shareholders, significant shareholders or existing shareholders of the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of Shares registered in his/her/its name or otherwise held by him/her/it. None of the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers and the Underwriters or their respective associates has taken up any Offer Shares for its own benefit under the Share Offer. No placee has been or will be, individually, placed more than 10% of the enlarged issued share capital of the Company immediately after the Share Offer. None of the placees under the Placing, individually, will become a substantial shareholder (as defined in the GEM Listing Rules) of the Company after completion of the Share Offer. The Directors confirm that, immediately after completion of the Share Offer, the Company will comply with Rule 11.23(7) of the GEM Listing Rules and the public float of the Company will be 25% of the enlarged issued share capital of the Company, and the three largest public shareholders of the Company do not hold more than 50% of the Shares held in public hands at the time of the Listing in compliance with Rule 11.23(8) of the GEM Listing Rules. The Directors confirm that there will be at least 100 Shareholders at the time of the Listing in compliance with Rule 11.23(2)(b) of the GEM Listing Rules.

## Results of Allocations

- The results of allocations under the Public Offer, including the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants (where supplied) and the number of Public Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms and through giving **electronic application instructions** to HKSCC via CCASS will be made available at the times and dates and in the manner specified below:
  - in the announcement to be posted on the Company's website at [www.ims512.com](http://www.ims512.com) and the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 9:00 a.m. on Wednesday, 24 January 2018;
  - from the designated results of allocations website at [www.ewhiteform.com.hk/results](http://www.ewhiteform.com.hk/results) with a "search by ID" function on a 24-hour basis from 9:00 a.m. on Wednesday, 24 January 2018 to 12:00 midnight on Tuesday, 30 January 2018;
  - by telephone enquiry line by calling (852) 2153 1688 between 9:00 a.m. and 6:00 p.m. from Wednesday, 24 January 2018 to Tuesday, 30 January 2018 (excluding Saturday, Sunday and public holidays in Hong Kong);
  - in the special allocation results booklets which will be available for inspection during opening hours from Wednesday, 24 January 2018 to Friday, 26 January 2018 at all the receiving bank's designated branches.

## Despatch/Collection of Share Certificates and Refund Monies

- Applicants who have applied for 1,000,000 Public Offer Shares or more on **WHITE** Application Forms and have provided all information required by their Application Forms and their applications are wholly or partially successful, may collect their share certificate(s) (where applicable) from the Hong Kong Branch Share Registrar, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Wednesday, 24 January 2018 or such other date as notified by the Company.
- Share certificates for Public Offer Shares allotted to applicants using **WHITE** Application Forms who have applied for less than 1,000,000 Public Offer Shares, or which are available but are not collected in person within the time specified for collection, are expected to be despatched to those entitled to the address specified in the relevant **WHITE** Application Form by ordinary post at their own risks on Wednesday, 24 January 2018.

- Wholly or partially successful applicants on **YELLOW** Application Form will have their share certificate(s) issued in the name of HKSCC Nominees and deposited into CCASS for credit to their CCASS Investor Participants' stock accounts or their designated CCASS Participant's stock account as instructed by the applicant in the **YELLOW** Application Form on Wednesday, 24 January 2018 or upon contingency, on any other date determined by HKSCC or HKSCC Nominees.
- Share certificate(s) for Public Offer Shares allotted to applicants giving **electronic application instructions** to HKSCC via CCASS will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to their CCASS Investor Participants' stock accounts or the stock accounts of their designated CCASS Participants as instructed by them electronically, on Wednesday, 24 January 2018, or, on any other date determined by HKSCC or HKSCC Nominees.
- Applicants applying through a designated CCASS Participant (other than a CCASS Investor Participant) should check the number of Public Offer Shares allocated to them with that CCASS Participant.
- Applicants applying as a CCASS investor participant should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Wednesday, 24 January 2018 or any other date as determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Public Offer Shares to CCASS Investor Participant's stock account, the applicant can check their new account balance via the CCASS Phone System and CCASS Internet System.
- Applicants on **WHITE** or **YELLOW** Application Forms who have applied for 1,000,000 Public Offer Shares or more and have provided all information required by their **WHITE** or **YELLOW** Application Forms, may collect their refund cheque(s) (where applicable) in person from Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Wednesday, 24 January 2018 or such other date as notified by the Company.
- Refund cheques (where applicable) in respect of applicants who have applied for less than 1,000,000 Public Offer Shares by using **WHITE** or **YELLOW** Application Forms, and the refund cheques which are available but are not collected in person within the time specified for collection, are expected to be despatched by ordinary post to those entitled at their own risks on Wednesday, 24 January 2018.
- Applicants who have applied by giving **electronic application instructions** to HKSCC to apply on their behalf, all refunds are expected to be credited to their designated bank accounts (if the applicants have applied as a CCASS Investor Participant) or the designated bank account of their broker or custodian on Wednesday, 24 January 2018.

- Share certificates for the Offer Shares will only become valid certificates of title at 8:00 a.m. (Hong Kong time) on Thursday, 25 January 2018, provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Public Offer — Grounds for termination” in the Prospectus has not been exercised and has lapsed.
- The Company will not issue any temporary documents of title in respect of the Offer Shares or any receipts for sums paid on application for the Offer Shares.

### **Commencement of Dealings**

- Assuming that the Share Offer becomes unconditional in all aspects at or before 8:00 a.m. (Hong Kong time) on Thursday, 25 January 2018, dealings in the Shares on GEM are expected to commence at 9:00 a.m. (Hong Kong time) on Thursday, 25 January 2018. The Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 8136.

**Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares in the secondary market. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

## **OFFER PRICE**

The Offer Price has been determined at HK\$0.25 per Offer Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%).

## **NET PROCEEDS FROM THE SHARE OFFER**

Based on the Offer Price of HK\$0.25 per Offer Share and 250,000,000 Shares offered by the Company, the net proceeds from the Share Offer to be received by the Company, after deducting the underwriting fees and commissions and estimated expenses paid and payable by the Company in relation to the Share Offer, are estimated to be approximately HK\$34.4 million. The Company currently intends to apply such net proceeds as follows:

- approximately HK\$10.6 million (or 30.8% of the net proceeds), will be used to set up the Company’s own factory in support of the Company’s corporate strategies and business plans;
- approximately HK\$4.3 million (or 12.5% of the net proceeds), will be used for recruiting high calibre talent in lighting design, sales and marketing, and research and development in the Hong Kong office;
- approximately HK\$13.0 million (or 37.8% of the net proceeds), will be used for pursuing suitable acquisitions of (i) a supplier or contractor based in the PRC possessing relevant qualifications for installation of LED lighting products; (ii) a company based in the PRC specialising in the supply of technical components and possessing the relevant licences and/or permits for the production and sales of such components; and/or (iii) a lighting consultancy or design company based in Hong Kong;

- approximately HK\$3.7 million (or 10.8% of the net proceeds), will be used for enhancing the ERP system, including upgrading the inventory system to integrate and streamline the Company's business operations while controlling costs;
- approximately HK\$1.9 million (or 5.5% of the net proceeds), will be used for expanding and upgrading the workshop and office in Hong Kong; and
- approximately HK\$0.9 million (or 2.6% of the net proceeds), will be used for working capital and general corporate purpose.

Please refer to the section headed "Future Plans and Use of Proceeds" in the Prospectus for further details of the Company's intended use of net proceeds from the Share Offer.

## **APPLICATIONS AND INDICATIONS OF INTEREST RECEIVED UNDER THE PUBLIC OFFER AND THE LAPSE OF THE OFFER SIZE ADJUSTMENT OPTION**

The Company announces that Offer Shares initially offered under the Public Offer have been moderately over-subscribed. At the close of the application lists at 12:00 noon (Hong Kong time) on Tuesday, 16 January 2018, a total of 5,805 valid applications including application on **WHITE** and **YELLOW** Application Forms and through giving **electronic application instructions** to HKSCC via CCASS for a total of 373,960,000 Public Offer Shares have been received, which are equivalent to approximately 14.96 times of the total number of 25,000,000 Public Offer Shares initially available for subscription under the Public Offer.

No application has been rejected due to dishonoured cheque. No multiple or suspected multiple applications have been identified and rejected. No invalid applications have been identified. No application for more than 100% of the Public Offer Shares initially available under the Public Offer (that is, more than 25,000,000 Public Offer Shares) has been identified.

Due to the aforesaid level of over-subscription in the Public Offer, the re-allocation mechanism as described in the section headed "Structure and Conditions of the Share Offer — The Public Offer — Reallocation" in the Prospectus has not been applied.

The Offer Size Adjustment Option has not been exercised by the Joint Bookrunners (for themselves and on behalf of the Underwriters) and has lapsed.



## BASIS OF ALLOCATION UNDER THE PUBLIC OFFER

Subject to the satisfaction of the conditions set out in the section headed “Structure and Conditions of the Share Offer — Conditions of the Share Offer” in the Prospectus, valid applications made by the public on **WHITE** and **YELLOW** Application Forms and by **electronic application instructions** given to HKSCC via CCASS will be conditionally allocated on the basis set out below:

<b>Number of shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation/ballot</b>	<b>Approximate percentage allotted of the total number of shares applied for</b>
10,000	2,806	786 out of 2,806 to receive 10,000 Shares	28.01%
20,000	1,801	587 out of 1,801 to receive 10,000 Shares	16.30%
30,000	403	151 out of 403 to receive 10,000 Shares	12.49%
40,000	77	35 out of 77 to receive 10,000 Shares	11.36%
50,000	146	73 out of 146 to receive 10,000 Shares	10.00%
60,000	43	25 out of 43 to receive 10,000 Shares	9.69%
70,000	39	25 out of 39 to receive 10,000 Shares	9.16%
80,000	33	24 out of 33 to receive 10,000 Shares	9.09%
90,000	14	11 out of 14 to receive 10,000 Shares	8.73%
100,000	180	144 out of 180 to receive 10,000 Shares	8.00%
150,000	32	10,000 Shares plus 4 out of 32 to receive additional 10,000 Shares	7.50%
200,000	33	10,000 Shares plus 7 out of 33 to receive additional 10,000 Shares	6.06%
250,000	33	10,000 Shares plus 8 out of 33 to receive additional 10,000 Shares	4.97%
300,000	15	10,000 Shares plus 7 out of 15 to receive additional 10,000 Shares	4.89%
350,000	8	10,000 Shares plus 5 out of 8 to receive additional 10,000 Shares	4.64%
400,000	9	10,000 Shares plus 7 out of 9 to receive additional 10,000 Shares	4.44%
450,000	31	10,000 Shares plus 28 out of 31 to receive additional 10,000 Shares	4.23%
500,000	24	20,000 Shares	4.00%
600,000	10	20,000 Shares plus 1 out of 10 to receive additional 10,000 Shares	3.50%
700,000	3	20,000 Shares plus 1 out of 3 to receive additional 10,000 Shares	3.33%
800,000	15	20,000 Shares plus 7 out of 15 to receive additional 10,000 Shares	3.08%

<b>Number of shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation/ballot</b>	<b>Approximate percentage allotted of the total number of shares applied for</b>
900,000	4	20,000 Shares plus 3 out of 4 to receive additional 10,000 Shares	3.06%
1,000,000	14	30,000 Shares	3.00%
1,500,000	7	30,000 Shares plus 5 out of 7 to receive additional 10,000 Shares	2.48%
2,000,000	3	40,000 Shares	2.00%
2,500,000	5	40,000 Shares plus 3 out of 5 to receive additional 10,000 Shares	1.84%
3,000,000	1	50,000 Shares	1.67%
3,500,000	6	50,000 Shares plus 5 out of 6 to receive additional 10,000 Shares	1.67%
4,000,000	2	60,000 Shares plus 1 out of 2 to receive additional 10,000 Shares	1.63%
5,000,000	2	70,000 Shares plus 1 out of 2 to receive additional 10,000 Shares	1.50%
10,000,000	3	130,000 Shares	1.30%
15,000,000	1	180,000 Shares	1.20%
25,000,000	2	300,000 Shares	1.20%

A total of 5,805 valid applications have been received pursuant to the Public Offer on **WHITE** and **YELLOW** Application Forms and through giving electronic application instructions to HKSCC via CCASS, the final number of Public Offer Shares is 25,000,000 Offer Shares, representing 10% of the total number of the Offer Shares available under the Share Offer, and being allotted to 2,124 allottees under the Public Offer. The final number of Placing Shares is 225,000,000 Offer Shares, representing 90% of the total number of the Offer Shares available under the Share Offer, and allocated to a total of 210 placees.



## PLACING

The Offer Shares initially offered under the Placing have been moderately over-subscribed, which is equivalent to 1.03 times of the total number of 225,000,000 Offer Shares initially available under the Placing. The final number of Placing Shares allocated to 210 placees under the Placing is 225,000,000 Placing Shares, representing 90% of the total number of the Offer Shares available under the Share Offer. A total of 30 placees have been allotted five board lots of Shares or less, representing approximately 14.3% of the total number of placees under the Placing. A total of 1,500,000 Placing Shares have been allotted to these placees, representing approximately 0.7% of the Placing Shares.

Pursuant to the Placing, 225,000,000 Placing Shares have been conditionally allocated to a total of 210 selected professional, institutional and other investors. The distribution of the Placing Shares is set forth as below:

	<b>Aggregate number of Placing Shares allocated under the Placing</b>	<b>Approximate aggregate % of the total number of Placing Shares allocated under the Placing</b>	<b>Approximate aggregate % of the total number of Offer Shares under the Share Offer</b>	<b>Approximate aggregate % of the entire issued share capital immediately upon completion of the Share Offer</b>
Top placee	8,570,000	3.8%	3.4%	0.9%
Top 5 placees	40,510,000	18.0%	16.2%	4.1%
Top 10 placees	70,700,000	31.4%	28.3%	7.1%
Top 25 placees	133,240,000	59.2%	53.3%	13.3%

<b>Number of Placing Shares allocated</b>	<b>Number of placees</b>
10,000 to 50,000	30
50,001 to 100,000	92
100,001 to 500,000	23
500,001 to 1,000,000	17
1,000,001 to 2,000,000	8
2,000,001 to 4,000,000	19
4,000,001 to 6,000,000	13
6,000,001 to 9,000,000	8
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	210
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The Directors confirm that, to the best of their knowledge and belief, all placees and their ultimate beneficial owners under the Placing are independent and not core connected persons of the Company and any of the Directors, chief executive, Controlling Shareholders, substantial shareholders, significant shareholders or existing shareholders of the Company or any of its subsidiaries or their respective close associates within the meaning of the GEM Listing Rules, and are not any person or group of persons as stated in Rule 10.12(4) of the GEM Listing Rules or any nominees of the foregoing, and none of the Placing Shares subscribed by the placees has been financed directly or indirectly by any of the Directors, chief executive, Controlling Shareholders, substantial shareholders, significant shareholders or existing shareholders of the Company or any of its subsidiaries or their respective close associates, and none of the placees is accustomed to taking instructions from any of the Directors, chief executive, Controlling Shareholders, substantial shareholders, significant shareholders or existing shareholders of the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of Shares registered in his/her/its name or otherwise held by him/her/it. None of the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers and the Underwriters or their respective associates has taken up any Offer Shares for its own benefit under the Share Offer. No placee has been or will be, individually, placed more than 10% of the enlarged issued share capital of the Company immediately after the Share Offer. None of the placees under the Placing, individually, will become a substantial shareholder (as defined in the GEM Listing Rules) of the Company after the completion of the Share Offer. The Directors confirm that, immediately after completion of the Share Offer, the Company will comply with Rule 11.23(7) of the GEM Listing Rules and the public float of the Company will be 25% of the enlarged issued share capital of the Company, and the three largest public shareholders of the Company do not hold more than 50% of the Shares held in public hands at the time of the Listing in compliance with Rule 11.23(8) of the GEM Listing Rules. The Directors confirm that there will be at least 100 Shareholders at the time of the Listing in compliance with Rule 11.23(2)(b) of the GEM Listing Rules.

**Investors should be aware that the concentration of Shareholders may affect the liquidity of the Shares in the secondary market. Consequently, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

## **RESULTS OF ALLOCATIONS**

The results of allocations under the Public Offer, including the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants (where supplied) and the number of Public Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms and through giving **electronic application instructions** to HKSCC via CCASS, will be made available at the times and dates and in the manner specified below:

- in the announcement to be posted on the Company's website at [www.ims512.com](http://www.ims512.com) and the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 9:00 a.m. on Wednesday, 24 January 2018;
- from the designated results of allocations website at [www.ewhiteform.com.hk/results](http://www.ewhiteform.com.hk/results) with a "search by ID" function on a 24-hour basis from 9:00 a.m. on Wednesday, 24 January 2018 to 12:00 midnight on Tuesday, 30 January 2018;

- by telephone enquiry line by calling (852) 2153 1688 between 9:00 a.m. and 6:00 p.m. from Wednesday, 24 January 2018 to Tuesday, 30 January 2018 (excluding Saturday, Sunday and public holidays in Hong Kong);
- in the special allocation results booklets which will be available for inspection during opening hours from Wednesday, 24 January 2018 to Friday, 26 January 2018 at all the Receiving Bank's designated branches set out below:

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

<b>District</b>	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	King's Road Branch	131–133 King's Road, North Point
Kowloon	Wong Tai Sin Branch	Shop G13, Wong Tai Sin Plaza, Wong Tai Sin
New Territories	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O