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## IMPORTANT

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*If you are in any doubt about the contents of this prospectus, you should obtain independent professional advice.*

# Great Harvest Maeta Group Holdings Limited 榮豐聯合控股有限公司

*(incorporated in the Cayman Islands with limited liability)*

### SHARE OFFER

**Number of Offer Shares :** 200,000,000 Shares, comprising 160,000,000 New Shares and 40,000,000 Sale Shares (subject to the Over-allotment Option)  
**Number of Public Offer Shares :** 20,000,000 New Shares (subject to reallocation)  
**Number of Placing Shares :** 180,000,000 Shares, comprising 140,000,000 New Shares and 40,000,000 Sale Shares (subject to the Over-allotment Option and reallocation)  
**Offer Price :** Not more than HK\$1.13 per Offer Share (payable in full on application and subject to refund, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%) and expected to be not less than HK\$0.94 per Offer Share  
**Nominal Value :** HK\$0.01 per Share  
**Stock Code :** 3683

Sole Sponsor



Haitong International Capital Limited

*(formerly known as Taifook Capital Limited)*

Sole Bookrunner and Lead Manager



TAIFOOK SECURITIES COMPANY LIMITED

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, 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 prospectus. A copy of this prospectus, having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong" in Appendix VI to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required under Section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this prospectus or any other documents referred to above.

The Offer Price is expected to be determined by the Price Determination Agreement between the Lead Manager (on behalf of the Underwriters) and the Company (for itself and on behalf of the Selling Shareholder) on or about Monday, 4 October 2010 or such later time as may be agreed between the Lead Manager (on behalf of the Underwriters) and the Company (for itself and on behalf of the Selling Shareholder), but in any event no later than 6:00 p.m. (Hong Kong time) on Tuesday, 5 October 2010. If, for any reason, the Lead Manager (on behalf of the Underwriters) and the Company (for itself and on behalf of the Selling Shareholder) are unable to reach an agreement on the Offer Price by 6:00 p.m. on 5 October 2010, the Share Offer will not become unconditional and will lapse immediately. The Offer Price will be not more than HK\$1.13 per Offer Share and is currently expected to be not less than HK\$0.94 per Offer Share unless otherwise announced in the manner set out below. Investors applying for Offer Shares must pay the maximum Offer Price of HK\$1.13 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price finally determined is lower than HK\$1.13 per Offer Share.

The Lead Manager (on behalf of the Underwriters) may, with the consent of the Company (for itself and on behalf of the Selling Shareholder), reduce the indicative Offer Price range below that as stated in this prospectus at any time not later than the morning of the last day for lodging applications under the Public Offer. In such a case, notice of the reduction in the indicative Offer Price range will be published in South China Morning Post (in English) and Hong Kong Economic Journal (in Chinese) and on the Company's website at [www.greatharvestmg.com](http://www.greatharvestmg.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) not later than the morning of the day which is the last day for lodging applications under the Public Offer. If applications for Public Offer Shares have been submitted prior to the day which is the last day for lodging applications under the Public Offer, then even if the Offer Price range is so reduced such applications cannot be subsequently withdrawn.

Pursuant to the force majeure provisions contained in the Public Offer Underwriting Agreement in respect of the Share Offer, the Lead Manager (on behalf of the Underwriters) has the right in certain circumstances, subject to its sole and absolute opinion, to terminate the obligations of the Public Offer Underwriters under the Public Offer Underwriting Agreement at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (such date is currently expected to be 11 October 2010). Further details of the terms of the force majeure provisions are set out in the section headed "Underwriting" in this prospectus.

27 September 2010