

*Unless otherwise defined in this announcement, terms defined in the prospectus dated 1 December 2011 (the “**Prospectus**”) issued by OTO Holdings Limited (the “**Company**”) have the same meanings when used in this announcement.*

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares thereby being offered.

*The 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.*

*The information contained in this announcement is not for distribution, directly or indirectly, in or into the United States. These materials do not constitute or form a part of any offer or solicitation to purchase or subscribe for securities 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 (the “**U.S. Securities Act**”) and may not be offered or sold, pledged or transferred in 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 in accordance with any applicable U.S. state securities laws.*

Prospective investors of the Hong Kong Offer Shares should note that the Sole Global Coordinator (for itself and on behalf of the Hong Kong Underwriters) is entitled to terminate the Hong Kong Underwriting Agreement upon the occurrence of any of the events set forth under the section headed “Underwriting — Underwriting Arrangements and Expenses — Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be Tuesday, 13 December 2011).



OTO Holdings Limited

豪特保健控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares	: 80,000,000 Shares
Number of Hong Kong Offer Shares	: 8,000,000 (subject to adjustment)
Number of International Placing Shares	: 72,000,000 Shares, (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$1.60 per Offer Share payable in full on application in Hong Kong dollars, subject to refund, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%
Nominal value	: US\$0.01 per share
Stock code	: 6880

Sole Global Coordinator, Sole Sponsor, Sole Bookrunner and Sole Lead Manager



Co-Lead Managers



Application has been made to the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any Shares which may be sold pursuant to the exercise of the Over-allotment Option) and any Shares to be issued pursuant to the Share Option Scheme. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 13 December 2011. The Shares will be traded in board lots of 2,000 Shares each. Subject to the granting of, and permission to deal in, the Shares on the Stock Exchange as well as 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 commencement date of dealings in the Shares on the Stock Exchange or such other date as determined by HKSCC. All necessary arrangements have been made for our Shares to be admitted into CCASS. 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.

The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (for itself and on behalf of the Underwriters) and the Company on the Price Determination Date, which is expected to be on or around Tuesday, 6 December 2011 and, in any event, not later than Thursday, 8 December 2011. The Offer Price will be not more than HK\$1.60 and is currently expected to be not less than HK\$1.28. The Offer Price is expected to fall within the Offer Price range as stated in the Prospectus unless otherwise announced, as further explained below, not later than the morning of the last day for lodging applications under the Hong Kong Public Offer. Applicants under the Hong Kong Public Offer are required to pay, on application, the maximum Offer Price of HK\$1.60 per Share plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% on each Hong Kong Offer Share subject to refund if the final Offer Price is lower than HK\$1.60 per Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms.

Applicants who wish to be allotted the Hong Kong Offer Shares in their own names should (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 under the **HK eIPO White Form** service.

Applicants who wish to have the Hong Kong Offer Shares allotted and issued 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 should (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Applicants who are Eligible Employees and wish their applications to be given preferential consideration under the Employee Preferential Offer should complete and sign the **PINK** Application Forms.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 1 December 2011, until 12:00 noon on Tuesday, 6 December 2011 at:

- any of the following Hong Kong Underwriters:

BOCOM International Securities Limited

9th Floor, Man Yee Building
68 Des Voeux Road Central
Hong Kong

OSK Securities Hong Kong Limited

12/F World-Wide House
19 Des Voeux Road Central
Hong Kong

UOB Kay Hian (Hong Kong) Limited

15/F, AON China Building
29 Queen's Road Central
Hong Kong

- or any of the following branches and/or sub-branches of Bank of Communications Co., Ltd. Hong Kong Branch:

	<u>Branch Name</u>	<u>Address</u>
Hong Kong Island	Hong Kong Branch	20 Pedder Street, Central
	Central District Sub-Branch	G/F., Far East Consortium Bldg, 125A Des Voeux Road C., Central
	Taikoo Shing Sub-Branch	Shop 38, G/F., CityPlaza 2, 18 Taikoo Shing Road
	Kennedy Town Sub-Branch	G/F., 113-119 Belcher's Street, Kennedy Town
Kowloon	Kwun Tong Sub-Branch	Shop A, G/F., Hong Ning Court, 55 Hong Ning Road
	Jordan Sub-Branch	1/F., Booman Building, 37U Jordan Road
	Wong Tai Sin Sub-Branch	Shops 127-129, 1/F., Lung Cheung Plaza, 136 Lung Cheung Road

	<u>Branch Name</u>	<u>Address</u>
New Territories	Tsuen Wan Sub-Branch	G/F., Shop G9B-G11, Pacific Commercial Plaza, Bo Shek Mansion, 328 Sha Tsui Road
	Yuen Long Sub-Branch	Shop B-F, G/F., 2-14 Tai Fung Street
	Sheung Shui Sub-Branch	Shops 10-14, G/F., Sheung Shui Centre Shopping Arcade

Each **WHITE** or **YELLOW** Application Form completed in all respects must be accompanied by either one cheque or one banker's cashier order, payable to "Bank of Communications (Nominee) Co. Ltd — OTO Public Offer", and be deposited in one of the collection boxes provided at any of the branches and sub-branches of the bank listed above, at the following times:

Thursday, 1 December, 2011 — 9:00 a.m. to 5:00 p.m.
Friday, 2 December, 2011 — 9:00 a.m. to 5:00 p.m.
Saturday, 3 December 2011 — 9:00 a.m. to 1:00 p.m.
Monday, 5 December, 2011 — 9:00 a.m. to 5:00 p.m.
Tuesday, 6 December, 2011 — 9:00 a.m. to 12:00 noon

Applicants applying by **HK eIPO White Form** may submit applications to the HK eIPO White Form Service Provider through the designated website www.hkeipo.hk from 9:00 a.m. on Thursday, 1 December 2011 until 11:30 a.m. on Tuesday, 6 December 2011 or such later time as described in the section headed "How to Apply for the Hong Kong Offer Shares — When to apply for the Hong Kong Offer Shares — Effect of bad weather conditions on the opening of the application lists" in the Prospectus (24 hours daily, except on the last application day). The latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Tuesday, 6 December 2011, the last application day, or, if the application lists are not open on that day, then by the time and date stated in the section headed "How to apply for the Hong Kong Offer Shares — When to apply for the Hong Kong Offer Shares — Effect of bad weather conditions on the opening of the application lists" in the Prospectus.

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 1 December 2011 until 12:00 noon on Tuesday, 6 December 2011 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have **YELLOW** Application Forms and Prospectus available.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 1 December 2011 until 12:00 noon on Tuesday, 6 December 2011.

Further details of the conditions and procedures of the Hong Kong Public Offer are set out in the sections headed “Structure of the Global Offering” and “How to apply for the Hong Kong Offer Shares”, respectively.

The Company expects to publish the announcement on the Offer Price, the level of indication of interest in the International Placing, the results of applications in the Hong Kong Public Offer and the basis of allotment of the Hong Kong Public Offer on Monday, 12 December 2011 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), on the Company’s website at www.otobodycare.com and on the website of the Stock Exchange at www.hkexnews.hk.

The results of allocations of the Hong Kong Offer Shares under the Hong Kong Public Offer, including applications made under **WHITE**, **YELLOW** and **PINK** Application Forms and by giving **electronic application instructions** to HKSCC or the designated HK eIPO White Form Service Provider which will include the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants and the number of the Hong Kong Offer Shares successfully applied for will be made available at the times and dates and in the manner as described in the section headed “How to Apply for the Hong Kong Offer Shares — Results of Allocations” in the Prospectus.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 13 December, 2011. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 6880.

By order of the Board
OTO Holdings Limited
Mr. Yip Chee Seng
Chairman

Hong Kong, 1 December, 2011

As at the date of this announcement, the executive Directors are Mr. Yip Chee Seng, Mr. Yip Chee Lai Charlie and Mr. Yip Chee Way, David, the non-executive Director is Mr. Yip Gee Kuarn, and the independent non-executive Directors are Mr. Chan Yip Keung, Mr. Chung Kin Fai and Ms. Lo Yee Hang.

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).