

*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 26 January 2017 (the “**Prospectus**”) issued by Able Engineering Holdings Limited (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 securities of the Company. Potential investors should read the Prospectus 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 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**”) 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 state securities laws of the United States. There will be no public offer of securities in the United States.*

*In connection with the Share Offer, Ample Orient Capital Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, as stabilising manager on behalf of the Underwriters, may over-allocate or effect any other transactions with a view to stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period which begins on the Listing Date up to the 30th day after the last day for the lodging of applications under the Public Offer. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it to do this. Such stabilising activity, if commenced, will be done at the absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Public Offer, being 10 March 2017. Such stabilisation action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilising) Rules (Chapter 571W of the Laws of Hong Kong) (the “**Securities and Futures (Price Stabilising) Rules**”), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance are set forth in the section headed “Structure and Conditions of the Share Offer” in the Prospectus. A public announcement will be made on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.ableeng.com.hk within seven days of the expiration of the stabilisation period in compliance with the Securities and Futures (Price Stabilising) Rules. No stabilising action can be taken to support the price of the Shares for longer than the aforesaid stabilisation period. After that period, no further stabilising action may be taken, and demand for the Shares, and therefore the price of the Shares, could fall. The number of Shares being offered in the Share Offer may be increased by up to an aggregate of 75,000,000 additional new Shares (representing in aggregate 15% of the Shares initially being offered under the Share Offer) through the exercise of the Over-allotment Option granted to the Placing Underwriters by the Company exercisable by the Sole Coordinator on behalf of the Placing Underwriters at the Offer Price to cover over-allocations (if any) in the Placing, which option is exercisable at any time during the 30-day period from the last day for lodging of applications under the Public Offer up to and including Friday, 10 March 2017. No over-allocation of the Shares was made in the Placing and there will not be any stock borrowing arrangement for the purpose of covering over-allocation. It is expected that the Over-allotment Option will not be exercised.*

Potential investors of the Offer Shares should note that the Sole Coordinator (for itself and on behalf of the Public Offer Underwriters) shall be entitled to terminate its obligations under the Public Offer Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting — Public Offer Underwriting Arrangements — Public Offer — 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 on 20 February 2017).



Able Engineering Holdings Limited

安保工程控股有限公司

(Incorporated in the Cayman Islands with limited liability)

SHARE OFFER

- Number of Offer Shares : 500,000,000 Shares**
(subject to the Over-allotment Option)
- Number of Public Offer Shares : 150,000,000 Shares**
(as adjusted after reallocation)
- Number of Placing Shares : 350,000,000 Shares, including 32,229,990 Reserved Shares under the Preferential Offer (as adjusted after reallocation and subject to the Over-allotment Option)**
- Offer Price : HK\$1.1 per Offer Share, excluding brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%**
- Nominal value : HK\$0.01 per Share**
- Stock code : 1627**

Sponsor

AmCap

Ample Capital Limited

豐盛融資有限公司

Sole Coordinator

AmCap

Ample Orient Capital Limited

豐盛東方資本有限公司

Joint Bookrunners and Lead Managers

AmCap
Ample Orient Capital Limited
豐盛東方資本有限公司

CONVOY
Investment Services
康宏 証券投資

第一上海
FIRST SHANGHAI GROUP
FIRST SHANGHAI SECURITIES LIMITED
第一上海證券集團有限公司

國元融資(香港)有限公司
GUOYUAN CAPITAL (HONG KONG) LTD

Co-Managers

PF Pacific
Foundation

CHKL 中港通證券
CHINA HONG KONG LINK SECURITIES

聯合證券
Head & Shoulders Securities

Quam 華富嘉洛
證券期貨
Securities & Futures

Innovax
Capital