

Unless otherwise defined in this announcement, terms defined in the prospectus dated 22 June 2018 (the “**Prospectus**”) issued by STEVE LEUNG DESIGN GROUP LIMITED (the “**Company**”) have the same meanings when used in this announcement.

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.

This announcement is for information purposes only and does not constitute an invitation or offer to sell, acquire, purchase or subscribe for securities or any Shares under the Global Offering.

This announcement is not, and is not intended to be, an offer of securities of the Company for sale in any jurisdiction, including, without limitation, the United Kingdom, Australia, Japan, Canada or the United States. The Shares have not been, and will not be, registered under the United States Securities Act 1933, as amended (the “**U.S. Securities Act**”) and may not be offered or sold within the United States (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. This announcement and the information contained herein are not for release, publication or distribution, directly or indirectly, in or into the United States.

In connection with the Global Offering, China Securities (International) Corporate Finance Company Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action, which, if commenced, will be done at the sole and 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 date for lodging applications under the Hong Kong Public Offering. 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 Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong).

Potential investors should be aware that stabilising actions cannot be taken to support the price of the Shares for longer than the stabilisation period which will begin on the Listing Date and is expected to expire on the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this day, no further stabilising action may be taken and demand for the Shares and the price of the Shares could fall.

Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Shares being offered. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus and the related Application Forms. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong.



**STEVE LEUNG DESIGN GROUP LIMITED**  
**梁志天設計集團有限公司**

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

**GLOBAL OFFERING**

- Number of Offer Shares under the Global Offering** : 285,000,000 Shares (subject to adjustment and the Over-allotment Option)
- Number of Hong Kong Offer Shares** : 28,500,000 Shares (including 2,850,000 Employee Reserved Shares, subject to adjustment)
- Number of International Placing Shares** : 256,500,000 Shares (subject to adjustment and the Over-allotment Option)
- Maximum Offer Price** : HK\$1.05 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
- Nominal value** : HK\$0.01 per Share
- Stock code** : 2262

**Sole Sponsor**



**Joint Global Coordinators, Joint Book Runners and Joint Lead Managers**



Application has been made to the Listing Committee for listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering comprising (a) 285,000,000 Shares to be issued under the Global Offering; (b) 42,750,000 Shares which may be issued upon the exercise of the Over-allotment Option; (c) 114,000,000 Shares which may be issued pursuant to the exercise of options to be granted under the Share Option Scheme; and (d) 30,483,600 Shares which may be issued pursuant to the exercise of options to be granted under the Pre-IPO Share Option Scheme.

Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. on Thursday, 5 July 2018, dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 5 July 2018. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at [www.sldgroup.com](http://www.sldgroup.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The Global Offering comprises the Hong Kong Public Offering of 28,500,000 Shares (including 2,850,000 Employee Reserved Shares, subject to adjustment), representing 10% of the total number of Offer Shares under the Global Offering, and the International Placing of 256,500,000 Shares (subject to adjustment and the Over-allotment Option), representing 90% of the total number of Offer Shares under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Placing will be subject to adjustment as described in the section headed "Structure and Conditions of the Global Offering" in the Prospectus. In particular, the Offer Shares to be offered in the Hong Kong Public Offering and the International Placing may, in certain circumstances, be reallocated as between these offerings at the discretion of the Joint Global Coordinators. If such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, in accordance with Guidance Letter HKEX-GL91-18, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering will be 57,000,000 Shares, representing 20% of the number of the Offer Shares initially available under the Global Offering, and the final Offer Price shall be fixed at the bottom end of the indicative offer price range (i.e. HK\$0.71 per Offer Share) stated in the Prospectus.

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on the Stock Exchange and 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 date of commencement of dealings in the Shares on the Stock Exchange or on any other date HKSCC chooses. 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.

Pursuant to the Over-allotment Option, the International Underwriters have the right, exercisable by the Joint Global Coordinators (for themselves and on behalf of the International Underwriters) within 30 days from the last day for lodging applications under the Hong Kong Public Offering (the last day for the exercise of the Over-allotment Option being Friday, 27 July 2018), to require the Company to allot and issue up to 42,750,000 additional Offer Shares, representing 15% of the initial Offer Shares, at the same price per Offer Share under the International Placing, to, among other things, cover over-allocations in the International Placing (if any).

The Offer Price will not be more than HK\$1.05 per Offer Share and is currently expected to be not less than HK\$0.71 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.05 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$1.05 per Offer Share.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$1.05 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the terms and conditions set out in the section headed “Structure and Conditions of the Global Offering – Conditions of the Global Offering” 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.

**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 would like to have the Hong Kong Offer Shares allotted and issued in their own names should (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) under the **White Form eIPO** service.

Applicants who would like to have the Hong Kong Offer Shares allotted and issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their designated CCASS Participants’ stock accounts or their CCASS Investor Participant stock accounts should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS. Employees who would like to have the Employee Reserved Shares allotted and issued in their own names 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 Friday, 22 June 2018, until 12:00 noon on Wednesday, 27 June 2018 at:

- I. any of the following offices of the Joint Global Coordinators:

**Dongxing Securities (Hong Kong) Company Limited**

6805-6806A, 68/F, International Commerce Centre  
1 Austin Road West  
Kowloon  
Hong Kong

**China Securities (International) Corporate Finance Company Limited**

18/F Two Exchange Square  
8 Connaught Place  
Central  
Hong Kong

**China Merchants Securities (HK) Co., Limited**

48/F One Exchange Square  
Central  
Hong Kong

**Guotai Junan Securities (Hong Kong) Limited**

26-28/F, Low Block, Grand Millennium Plaza  
181 Queen’s Road Central  
Hong Kong

2. any of the following designated branches of DBS Bank (Hong Kong) Limited:

	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island:</b>	Head Office	G/F, The Center, 99 Queen's Road Central, Central
	United Centre Branch	Shops 1015-1018 on 1/F & Shops 2032-2034 on 2/F, United Centre, 95 Queensway, Admiralty
<b>Kowloon:</b>	Kowloon Bay – SME Banking Centre	Shop 6, G/F, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay
	Yaumatei Branch	G/F & 1/F, 131-137 Woosung Street, Yaumatei
<b>New Territories:</b>	Yuen Long Branch	G/F, 1-5 Tai Tong Road, Yuen Long

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 22 June 2018, until 12:00 noon on Wednesday, 27 June 2018 at

- the **Depository Counter** of **HKSCC** at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or
- your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "Ting Hong Nominees Limited – Steve Leung Design Public Offer" attached should be deposited in the special collection boxes provided at any of the designated branches listed above, at the following times:

- Friday, 22 June, 2018 – 9:00 a.m. to 5:00 p.m.
- Saturday, 23 June, 2018 – 9:00 a.m. to 1:00 p.m.
- Monday, 25 June, 2018 – 9:00 a.m. to 5:00 p.m.
- Tuesday, 26 June, 2018 – 9:00 a.m. to 5:00 p.m.
- Wednesday, 27 June, 2018 – 9:00 a.m. to 12:00 noon

Applicants applying by **White Form eIPO** may submit their applications to the **White Form eIPO** Service Provider, Computershare Hong Kong Investor Services Limited, through the designated website at [www.eipo.com.hk](http://www.eipo.com.hk) from 9:00 a.m. on Friday, 22 June 2018, until 11:30 a.m. on Wednesday, 27 June 2018 (24 hours daily, except on the last application day) and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Wednesday, 27 June 2018 (or such later time as may apply as described in the section headed "How to Apply for Hong Kong Offer Shares and Employee Reserved 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:

- Friday, 22 June, 2018 – 9:00 a.m. to 8:30 p.m.
- Saturday, 23 June, 2018 – 8:00 a.m. to 1:00 p.m.
- Monday, 25 June, 2018 – 8:00 a.m. to 8:30 p.m.
- Tuesday, 26 June, 2018 – 8:00 a.m. to 8:30 p.m.
- Wednesday, 27 June, 2018 – 8:00 a.m. to 12:00 noon

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 22 June 2018, until 12:00 noon on Wednesday, 27 June 2018. Please refer to the sections headed “Structure and Conditions of the Global Offering” and “How to Apply for Hong Kong Offer Shares and Employee Reserved Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The **PINK** Application Form together with the Prospectus can be collected by Eligible Employees during normal business hours from 9:00 a.m. on Friday, 22 June 2018 until 12:00 noon on Tuesday, 26 June 2018 from the Company’s head office at 30/F Manhattan Place, No. 23 Wang Tai Road, Kowloon Bay, Hong Kong. Electronic copies of the **PINK** Application Form and the Prospectus can be viewed from the website of the Company at [www.sldgroup.com](http://www.sldgroup.com) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk).

Your completed **PINK** Application Form, together with a cheque attached and marked payable to “Ting Hong Nominees Limited – Steve Leung Design Public Offer” for the payment, must be returned to the Company’s office at 30/F Manhattan Place, No. 23 Wang Tai Road, Kowloon Bay, Hong Kong by 12:00 noon on Tuesday, 26 June 2018. Please refer to the sections headed “Structure and Conditions of the Global Offering” and “How to apply for Hong Kong Offer Shares and Employee Reserved Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price together with the level of indication of interest in the International Placing and the level of applications and the basis of allocations in the Hong Kong Public Offering and Employee Preferential Offering on Wednesday, 4 July 2018 in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese), and on the Company’s website at [www.sldgroup.com](http://www.sldgroup.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Results of allocations (with successful applicants’ identification document numbers, where applicable) will be made available through a variety of channels as described in the section headed “How to Apply for Hong Kong Offer Shares and Employee Reserved Shares – II. Publication of Results” in the Prospectus from Wednesday, 4 July 2018.

Share certificates will only become valid at 8:00 a.m. on Thursday, 5 July 2018 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 5 July 2018. The Shares will be traded in board lots of 3,000 Shares. The Company will not issue temporary documents of title. No receipt will be issued for application monies paid. The stock code for the Shares is 2262.

By Order of the Board of Directors  
**STEVE LEUNG DESIGN GROUP LIMITED**  
**Xu Xingli**  
Chairman

Hong Kong, 22 June 2018

*As at the date of this announcement, our executive Directors are Mr. Siu Man Hei, Mr. Yip Kwok Hung Kevin, Mr. Ding Chunya, Ms. Kau Wai Fun, our non-executive Directors are Mr. Xu Xingli and Mr. Xie Jianyu, and our independent non-executive Directors are Mr. Tsang Ho Ka Eugene, Mr. Liu Yi and Mr. Sun Yansheng.*

*Please also refer to the published version of this announcement in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese).*