

## SUMMARY

### Offer Price and net proceeds from the Share Offer

- The Offer Price has been determined at HK\$0.625 per Offer Share (excluding 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\$0.625 per Offer Share, the net proceeds from the Share Offer to be received by the Company, after deduction of underwriting fees and other estimated expenses payable by the Company in connection with the Share Offer, is estimated to be approximately HK\$89.4 million. The Company intends to apply such net proceeds in accordance with the purposes set out in the paragraph headed “Net Proceeds from the Share Offer” below.

### The Public Offer

- The Offer Shares initially offered under the Public Offer have been moderately over-subscribed. A total of 5,049 valid applications have been received pursuant to the Public Offer on **WHITE** and **YELLOW** Application Forms and by giving **electronic application instructions** to HKSCC via CCASS and through the **HK eIPO White Form** service ([www.hkeipo.hk](http://www.hkeipo.hk)) for a total of 99,520,000 Public Offer Shares, representing approximately 5.0 times of the total number of 20,000,000 Public Offer Shares initially available for subscription under the Public Offer.
- As the over-subscription in the Public Offer is less than 15 times of the total number of Public Offer Shares initially available under the Share Offer, no reallocation mechanism as disclosed in the section headed “Structure and Conditions of the Share Offer — The Public Offer — Reallocation” of the Prospectus has been applied. The final number of Public Offer Shares under the Public Offer is 20,000,000 Shares, representing 10% of the total number of the Offer Shares initially available under the Share Offer. There are total 2,230 successful applicants for the Public Offer Shares.

### The Placing

- The Placing Shares initially offered under the Placing have been fully subscribed. The final number of Placing Shares allocated to 180 places under the Placing is 180,000,000 Placing Shares, representing 90% of the total number of Offer Shares available under the Share Offer. A total of 40 places have been allotted 10 board lots of Placing Shares or less, representing approximately 22.2% of the total number of places under the Placing. A total of 1,232,000 Placing Shares have been allotted to these 40 places, representing approximately 0.7% of the 180,000,000 Placing Shares.

- The Directors confirm that, to the best of their knowledge, information and belief, having made reasonable enquiries, no Offer Shares under the Share Offer have been allocated to applicants who are Directors, existing Shareholders or beneficial owners of the Shares and/or any securities of the Company’s subsidiaries and core connected persons of the Company or their close associates within the meanings of the Listing Rules, whether in their own names or through nominees. None of the Sponsor, the Bookrunner, the Lead Manager, the Underwriters or their affiliated companies and connected clients of the lead broker or of any distributors (as set out in Appendix 6 to the Listing Rules) has been placed with any Offer Shares for its own benefit under the Share Offer. The Directors confirmed that the Placing has been conducted in compliance with the placing guidelines for equity securities as set out in Appendix 6 to the Listing Rules. The Directors also confirmed that (a) no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the Share Offer; (b) none of the placees under the Placing will become a substantial shareholder (within the meaning of the Listing Rules) of the Company after the Share Offer; (c) the Company’s public float percentage will satisfy the minimum percentage prescribed by Rule 8.08(1)(a) of the Listing Rules; (d) 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 Rules 8.08(3) and 8.24 of the Listing Rules; and (e) the Shares will be held by at least 300 shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

### **Results of Allocation**

- The final Offer Price, the level of indications of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares will be published on Monday, 15 October 2018 on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.shingchiholdings.com](http://www.shingchiholdings.com).
- The results of allocation and the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer will be available at the times and date and in the manner specified below:
  - in the announcement to be posted on the Company’s website at [www.shingchiholdings.com](http://www.shingchiholdings.com) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 8:00 a.m. on Monday, 15 October 2018;
  - from the designated results of allocations website at [www.tricor.com.hk/ipo/result](http://www.tricor.com.hk/ipo/result) with a “search by ID” function on a 24-hour basis from 8:00 a.m. on Monday, 15 October 2018 to 12:00 midnight on Sunday, 21 October 2018;
  - by telephone enquiry line by calling (852) 3691 8488 between 9:00 a.m. and 6:00 p.m. from Monday, 15 October 2018 to Friday, 19 October 2018 (excluding Hong Kong Public Holiday); and
  - in the special allocation results booklets which will be available for inspection during opening hours from Monday, 15 October 2018 to Thursday, 18 October 2018 at all the designated branches of the receiving bank as set out in the paragraph headed “Results of Allocation” below in this Announcement.

## Despatch/Collection of Share Certificates and Refund Monies

- Applicants who have applied for 1,000,000 or more Public Offer Shares and have provided all information as required by their **WHITE** Application Forms or **HK eIPO White Form** may collect refund cheque(s) and/or Share certificate(s) (where applicable) in person from the Hong Kong Branch Share Registrar, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong from 9:00 a.m. to 1:00 p.m. on Monday, 15 October 2018 or such other date as notified by the Company at *www.hkexnews.hk*.
- Share certificates for Public Offer Shares allotted to applicants using **WHITE** Application Forms or **HK eIPO White Form** service which are either not available for personal collection, or which are available but are not collected in person, are expected to be despatched by ordinary post at their own risk on Monday, 15 October 2018.
- Applicants who have applied for 1,000,000 Public Offer Shares or above on a **YELLOW** Application Form and have provided all information required by their Application Forms may collect their refund cheques from the Hong Kong Branch Share Registrar, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong from 9:00 a.m. to 1:00 p.m. on Monday, 15 October 2018 or such other date as notified by the Company at *www.hkexnews.hk*.
- Share certificates for Public Offer Shares allotted to applicants using **YELLOW** Application Forms are expected to be issued in the name of HKSCC Nominees and deposited into CCASS for credit to their CCASS Investor Participants' stock accounts or their designated CCASS Participants' stock accounts on Monday, 15 October 2018.
- Applicants applying through a designated CCASS Participant (other than a CCASS Investor Participant) using **YELLOW** Application Forms should check the number of Public Offer Shares allocated to them with that CCASS Participant. Applicants applying as a CCASS Investor Participant on **YELLOW** Application Forms should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Monday, 15 October 2018 or such other date as shall be determined by HKSCC or HKSCC Nominees. Applicants applying as a CCASS Investor Participant on a **YELLOW** Application Form may also check their new account balances via the CCASS Phone System and the CCASS Internet System (using the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time) immediately after the credit of Public Offer Shares to their CCASS Investor Participants' stock accounts. HKSCC will also make available to CCASS Investor Participants an activity statement showing the number of Public Offer Shares credited to their stock accounts.

- Applicants who have applied for the Public Offer Shares by giving **electronic application instructions** to HKSCC, share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for the credit of their designated CCASS Participants' stock accounts or their CCASS Investor Participants' stock accounts on Monday, 15 October 2018, or, on any other date determined by HKSCC or HKSCC Nominees.
- Applicants who have applied for the Public Offer Shares using **HK eIPO White Form** service by paying the application monies through a single bank account will have e-Auto Refund payment instructions despatched to their application payment bank account on Monday, 15 October 2018. Applicants who have applied for the Public Offer Shares using **HK eIPO White Form** service by paying the application monies through multiple bank accounts will have refund cheque(s) (if any) sent to the address specified in their application instructions through the **HK eIPO White Form** service on Monday, 15 October 2018, by ordinary post and at their own risk.
- Refund cheque(s) for wholly or partially unsuccessful applicants using **WHITE** or **YELLOW** Application Forms which are either not available for personal collection or which are available but are not collected in person, are expected to be despatched by ordinary post at their own risk on Monday, 15 October 2018.
- For applicants who have applied by giving **electronic application instructions** to HKSCC, their refunds (if any) will be credited to their designated bank accounts or the designated bank account of the designated CCASS Participant through which they are applying on Monday, 15 October 2018. For applicants who have instructed their designated CCASS Participants (other than CCASS Investor Participants) to give **electronic application instructions** to HKSCC on their behalf, they can check the amount of refund (if any) payable to them with that designated CCASS Participant. Applicants applying as CCASS Investor Participants can check the amount of refund (if any) payable to them via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time) on Monday, 15 October 2018 or in the activity statement showing the amount of refund money credited to their designated bank accounts made available to them by HKSCC immediately after the credit of refund money to their bank accounts.

### **Commencement of Dealings**

- The Company will not issue any temporary documents of title in respect of the Offer Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid certificates of title at 8:00 a.m. on Tuesday, 16 October 2018 provided that the Share Offer has become unconditional in all respects and the right of termination described in the section headed "Underwriting — Underwriting arrangements and expenses — The Public Offer — Grounds for termination" in the Prospectus has not been exercised.
- Dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 16 October 2018. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares is 1741.

## OFFER PRICE

The Offer Price has been determined at HK\$0.625 per Offer Share (excluding 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\$0.625 per Offer Share, the net proceeds from the Share Offer to be received by the Company, after deduction of underwriting fees and other estimated expenses payable by the Company in connection with the Share Offer, is estimated to be approximately HK\$89.4 million. The Company intends to apply such net proceeds as follows:

- approximately HK\$40.7 million, or 45.5% of the net proceeds will be used to apply for additional licences to capture the growing business opportunities in the public sector;
- approximately HK\$22.5 million, or 25.2% of the net proceeds will be used for financing the working capital requirement and upfront costs at the early stages of three projects;
- approximately HK\$14.4 million, or 16.1% of the net proceeds will be used for further strengthening the Group's manpower;
- approximately HK\$2.9 million, or 3.2% of the net proceeds will be used for the investment in the new information system to enhance the Group's operational efficiency; and
- approximately HK\$8.9 million, or 10.0% of the net proceeds will be used as the Group's general working capital.

Please refer to the section headed "Future Plans and Use of Proceeds" in the Prospectus for further information.

## APPLICATIONS UNDER THE PUBLIC OFFER

The Offer Shares initially available under the Public Offer have been moderately over-subscribed. At the close of the application lists at 12:00 noon on Friday, 5 October 2018, a total of 5,049 valid applications (including applications on **WHITE** and **YELLOW** Application Forms, by giving **electronic application instructions** to HKSCC via CCASS and through the **HK eIPO White Form** service) for a total of 99,520,000 Public Offer Shares were received pursuant to the Public Offer, representing approximately 5.0 times of 20,000,000 Public Offer Shares initially available for subscription under the Public Offer.

Out of the 5,049 valid applications for 99,520,000 Public Offer Shares:

- 5,045 valid applications for a total of 63,520,000 Public Offer Shares were for the Public Offer with an aggregate subscription amount based on the maximum Offer Price of HK\$0.675 per Offer Share (excluding brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) of HK\$5.0 million or less (equivalent to approximately 6.4 times of the 10,000,000 Offer Shares initially available for allocation in pool A of the Public Offer); and
- 4 valid applications for a total of 36,000,000 Public Offer Shares were for the Public Offer with an aggregate subscription amount based on the maximum Offer Price of HK\$0.675 per Offer Share (excluding brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) of more than HK\$5.0 million (equivalent to approximately 3.6 times of the 10,000,000 Offer Shares initially available for allocation in pool B of the Public Offer).

4 multiple applications or suspected multiple applications have been identified and rejected. No application has been rejected due to bounced cheques. No application has been rejected due to invalid application. No application for more than 10,000,000 Public Offer Shares has been identified.

As the over-subscription in the Public Offer is less than 15 times of the total number of Public Offer Shares initially available under the Share Offer, no reallocation mechanism as disclosed in the section headed “Structure and Conditions of the Share Offer — The Public Offer — Reallocation” of the Prospectus has been applied. The final number of Public Offer Shares under the Public Offer is 20,000,000 Shares, representing 10% of the total number of the Offer Shares initially available under the Share Offer. There are total 2,230 successful applicants for the Public Offer Shares.

The Offer Shares offered in the Public Offer were conditionally allocated on the basis set out in the paragraph headed “Basis of allocation under the Public Offer” below.

## **THE PLACING**

The Placing Shares initially offered under the Placing have been fully subscribed. The final number of Placing Shares allocated to 180 placees under the Placing is 180,000,000 Placing Shares, representing 90% of the total number of Offer Shares available under the Share Offer. A total of 40 placees have been allotted 10 board lots of Placing Shares or less, representing approximately 22.2% of the total number of placees under the Placing. A total of 1,232,000 Placing Shares have been allotted to these 40 placees, representing approximately 0.7% of the 180,000,000 Placing Shares.

The Directors confirm that, to the best of their knowledge, information and belief, having made reasonable enquiries, no Offer Shares under the Share Offer have been allocated to applicants who are Directors, existing Shareholders or beneficial owners of the Shares and/or any securities of the Company’s subsidiaries and core connected persons of the Company or their close associates within the meanings of the Listing Rules, whether in their own names or through nominees. None of the Sponsor, the Bookrunner, the Lead Manager, the Underwriters or their affiliated companies and connected clients of the lead broker or of any distributors (as set out in Appendix 6 to the Listing Rules) has been placed

with any Offer Shares for its own benefit under the Share Offer. The Directors confirmed that the Placing has been conducted in compliance with the placing guidelines for equity securities as set out in Appendix 6 to the Listing Rules. The Directors also confirmed that (a) no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the Share Offer; (b) none of the placees under the Placing will become a substantial shareholder (within the meaning of the Listing Rules) of the Company after the Share Offer; (c) the Company's public float percentage will satisfy the minimum percentage prescribed by Rule 8.08(1)(a) of the Listing Rules; (d) 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 Rules 8.08(3) and 8.24 of the Listing Rules; and (e) the Shares will be held by at least 300 shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

## **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 giving **electronic application instructions** to HKSCC via CCASS and to the **HK eIPO White Form** Service Provider through the **HK eIPO White Form** service will be conditionally allocated on the basis set out below:

### **POOL A**

<b>Number of Public Offer Shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation</b>	<b>Approximate percentage allotted of the total number of Public Offer Shares applied for</b>
4,000	4,270	1,708 out of 4,270 applicants to receive 4,000 shares	40.00%
8,000	194	90 out of 194 applicants to receive 4,000 shares	23.20%
12,000	342	205 out of 342 applicants to receive 4,000 shares	19.98%
16,000	44	32 out of 44 applicants to receive 4,000 shares	18.18%
20,000	27	23 out of 27 applicants to receive 4,000 shares	17.04%
24,000	7	4,000 shares	16.67%
28,000	4	4,000 shares	14.29%
32,000	14	4,000 shares	12.50%
36,000	2	4,000 shares	11.11%
40,000	32	4,000 shares	10.00%
60,000	31	4,000 shares plus 14 out of 31 applicants to receive an additional 4,000 shares	9.68%
80,000	12	4,000 shares plus 10 out of 12 applicants to receive an additional 4,000 shares	9.17%
100,000	11	8,000 shares plus 2 out of 11 applicants to receive an additional 4,000 shares	8.73%

<b>Number of Public Offer Shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation</b>	<b>Approximate percentage allotted of the total number of Public Offer Shares applied for</b>
120,000	5	8,000 shares plus 2 out of 5 applicants to receive an additional 4,000 shares	8.00%
140,000	4	8,000 shares plus 3 out of 4 applicants to receive an additional 4,000 shares	7.86%
160,000	7	8,000 shares plus 6 out of 7 applicants to receive an additional 4,000 shares	7.14%
180,000	2	12,000 shares	6.67%
200,000	14	12,000 shares	6.00%
300,000	5	16,000 shares	5.33%
400,000	3	20,000 shares	5.00%
600,000	1	28,000 shares	4.67%
700,000	1	28,000 shares	4.00%
800,000	4	28,000 shares plus 2 out of 4 applicants to receive an additional 4,000 shares	3.75%
900,000	1	32,000 shares	3.56%
2,000,000	6	48,000 shares	2.40%
3,000,000	1	68,000 shares	2.27%
5,000,000	1	100,000 shares	2.00%
<b>TOTAL:</b>	<b><u>5,045</u></b>		



## POOL B

Number of Public Offer Shares applied for	Number of valid applications	Basis of allocation	Approximate percentage allotted of the total number of Public Offer Shares applied for
8,000,000	2	2,220,000 shares plus 1 out of 2 applicants to receive an additional 4,000 shares	27.78%
10,000,000	2	2,776,000 shares plus 1 out of 2 applicants to receive an additional 4,000 shares	27.78%
TOTAL:	<u><u>4</u></u>		

The final number of Offer Shares allocated to the Public Offer is 20,000,000 Offer Shares, representing 10% of the total number of Offer Shares initially available under the Share Offer.

### RESULTS OF ALLOCATION

The results of allocation and the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer will be available at the times and date and in the manner specified below:

- in the announcement to be posted on the Company’s website at [www.shingchiholdings.com](http://www.shingchiholdings.com) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 8:00 a.m. on Monday, 15 October 2018;
- from the designated results of allocations website at [www.tricor.com.hk/ipo/result](http://www.tricor.com.hk/ipo/result) with a “search by ID” function on a 24-hour basis from 8:00 a.m. on Monday, 15 October 2018 to 12:00 midnight on Sunday, 21 October 2018;
- by telephone enquiry line by calling (852) 3691 8488 between 9:00 a.m. and 6:00 p.m. from Monday, 15 October 2018 to Friday, 19 October 2018 (excluding Hong Kong Public Holiday); and

- in the special allocation results booklets which will be available for inspection during opening hours from Monday, 15 October 2018 to Thursday, 18 October 2018 at all the designated branches of the receiving bank set forth below:

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

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
Hong Kong Island	Wan Chai (Wu Chung House) Branch	213 Queen's Road East Wan Chai Hong Kong
Kowloon	Chuk Yuen Estate Branch	Shop S1, Chuk Yuen Shopping Centre Chuk Yuen South Estate Kowloon
New Territories	City One Sha Tin Branch	Shop Nos. 24-25, G/F Fortune City One Plus No. 2 Ngan Shing Street Sha Tin New Territories
	Citywalk Branch	Shop 65 & 67-69, G/F Citywalk, 1 Yeung Uk Road Tsuen Wan New Territories

Applicants applying through their designated CCASS Participants (other than CCASS Investor Participants) can arrange with their designated CCASS Participants to advise them of the number of Shares allocated under their applications. Successful CCASS Investor Participants can check the number of Offer Shares allocated to them via the CCASS Phone System and CCASS Internet System on Monday, 15 October 2018 or from the activity statement that will be made available by HKSCC to them showing the number of Public Offer Shares credited to their CCASS Investor Participants' stock accounts.

The final Offer Price, the level of indications of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares will be published on Monday, 15 October 2018 on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.shingchiholdings.com](http://www.shingchiholdings.com).