

IMPORTANT

If you are in any doubt about any of the contents of this document, you should seek independent professional advice.



**DLC ASIA**  
**DLC Asia Limited**  
**衍匯亞洲有限公司\***

(incorporated in the Cayman Islands with limited liability)

[REDACTED]

Number of [REDACTED] : [REDACTED] Shares  
Number of [REDACTED] : [REDACTED] Shares (subject to reallocation)  
Number of [REDACTED] : [REDACTED] Shares (subject to reallocation)  
[REDACTED] : Not more than HK\$[REDACTED] per  
[REDACTED] and expected to be not less  
than HK\$[REDACTED] per [REDACTED]  
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 each  
Stock code : [REDACTED]

Sole Sponsor



**紅日資本有限公司**  
**RED SUN CAPITAL LIMITED**

[REDACTED]

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A copy of this document, having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong" in Appendix V to this document, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this document or any other documents referred to above.

The [REDACTED] is expected to be fixed by agreement between the [REDACTED] (for itself and on behalf of the [REDACTED]) and our Company on the [REDACTED], which is expected to be on or around [REDACTED]. The [REDACTED] will not be more than HK\$[REDACTED] per [REDACTED] and is currently expected to be not less than HK\$[REDACTED] per [REDACTED] unless otherwise announced. If, for any reason, the [REDACTED] is not agreed on or before [REDACTED] between the [REDACTED] (for itself and on behalf of the [REDACTED]) and our Company, the [REDACTED] will not proceed and will lapse. In the case of such event, an announcement will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our Company's website at [www.derivaasia.com](http://www.derivaasia.com).

The [REDACTED] (for itself and on behalf of the [REDACTED]) may, with the consent of our Company, reduce the indicative [REDACTED] range stated in this document (which is HK\$[REDACTED] to HK\$[REDACTED] per [REDACTED]) at any time on or prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, an announcement of the reduction in the indicative [REDACTED] range will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our Company's website at [www.derivaasia.com](http://www.derivaasia.com) not later than the morning of the last day for lodging applications under the [REDACTED].

Prior to making an investment decision, prospective investors should carefully consider all the information set out in this document, including but not limited to the risk factors set out in the section headed "Risk factors" in this document.

Prospective investors of the [REDACTED] should note that the obligations of the [REDACTED] under the [REDACTED] are subject to termination by the [REDACTED] (for itself and on behalf of the [REDACTED]) upon the occurrence of any of the events set forth in the paragraph headed "[REDACTED] — [REDACTED] [REDACTED] arrangements and expenses — Grounds for termination" under the section headed "[REDACTED]" in this document at any time prior to 8:00 a.m. (Hong Kong time) on the [REDACTED]. Further details of these termination provisions are set out in the section headed "[REDACTED]" in this document.

No action has been taken to permit a [REDACTED] of the [REDACTED] or the distribution of this document and/or the related [REDACTED] in any jurisdiction other than Hong Kong. Accordingly, this document or the [REDACTED] may not be used for the purpose of, and does not (and is not intended to) constitute, an offer or invitation, nor is it calculated to invite or solicit offers in any jurisdiction or in any circumstances in which such an offer or invitation is not authorised or to any person to whom it is unlawful to make such an offer or invitation. The distribution of this document or the [REDACTED] and the offering of the [REDACTED] in other jurisdictions are subject to restrictions and may not be made except as permitted under the securities laws of such jurisdiction pursuant to registration with or an authorisation by the relevant securities regulatory authorities or an exemption therefrom. In particular, the [REDACTED] have not been offered and sold, and will not be offered or sold, directly or indirectly in the PRC or the U.S., except in compliance with the relevant laws and regulations of each of such jurisdiction.

\* For identification purpose only

[REDACTED]