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*Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 28 June 2018 (the “**Prospectus**”) issued by Man Shun Group (Holdings) Limited (the “**Company**”).*

*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. 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 and the information contained herein does not constitute an offer of securities for sale in the United States. Securities may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirement under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws of the United States. The Public Offer Shares are being offered and sold outside the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act. There will not and it is not currently intended to be any public offering of securities in the United States.*

*In connection with the Share Offer, Quasar Securities Co., Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, to the extent permitted by the applicable laws, rules and regulations of Hong Kong, may over-allocate or effect transactions with a view to stabilising or maintaining the market price of our Shares at a level higher than that which might otherwise prevail in the open market for a limited period commencing after the last day of the lodging of applications under the Public Offer and expected to end on the 30th day after the last day for 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 conduct any such stabilising action, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager 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. 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 (Chapter 571 of the Laws of Hong Kong).*

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

# Man Shun Group (Holdings) Limited

萬順集團(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

## SHARE OFFER

- Number of Offer Shares : 250,000,000 Shares (subject to the Over-allotment Option)**
- Number of Public Offer Shares : 25,000,000 Shares (subject to reallocation)**
- Number of Placing Shares : 225,000,000 Shares (subject to reallocation and the Over-allotment Option)**
- Offer Price : Not more than HK\$0.60 per Offer Share and expected to be not less than HK\$0.50 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 : 1746**

*Sole Sponsor*



*Sole Bookrunner*



*Joint Lead Managers*



An application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, (i) the Shares in issue; (ii) the Shares to be issued pursuant to the Share Offer (being 250,000,000 Shares); and (iii) the Shares that may be issued pursuant to the Capitalisation Issue, the exercise of the Over-allotment Option and the options which may be granted under the Share Option Scheme.

The Share Offer comprises the Public Offer of initially 25,000,000 Shares, representing approximately 10% of the total number of Offer Shares initially being offered in the Share Offer (subject to reallocation), and the Placing of initially 225,000,000 Shares, representing approximately 90% of the total number of Offer Shares initially being offered in the Share Offer (subject to reallocation and the Over-allotment Option). In connection with the Share Offer, the Company is expected to grant the Over-allotment Option to the Placing Underwriters, exercisable by the Sole Bookrunner for itself and on behalf of the Placing

Underwriters, to require the Company to sell up to an aggregate of 37,500,000 additional Offer Shares, representing approximately 15% of the initial number of Offer Shares to cover over-allocations in the Placing. The allocation of Offer Shares between the Public Offer and the Placing is subject to adjustment as detailed in the section headed “Structure of the Share Offer — Re-allocation between the Placing and the Public Offer” in the Prospectus. In particular, the Sole Bookrunner may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. If such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, in accordance with the Guidance Letter HKEX-GL91-18, the maximum total number of Offer Shares that may be reallocated to the Public Offer following such reallocation shall not be more than double the initial allocation to the Public Offer (being 50,000,000 Offer Shares).

Assuming that the Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 11 July 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Wednesday, 11 July 2018. In the event that the Over-allotment Option is exercised, an announcement will be made on the website of the Company at [www.manshingroup.com.hk](http://www.manshingroup.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Subject to the approval of the listing of, and permission to deal in, the Shares on the Main Board 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 Listing Date or, under contingent situation, any other date as determined by HKSCC. 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.

The Offer Price will not be more than HK\$0.60 per Offer Share and is expected to be not less than HK\$0.50 per Offer Share unless otherwise announced. Applicants for the Public Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$0.60 for each Offer Share together with a brokerage of 1.0%, 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\$0.60 per Offer Share.

**Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.** Applicants who would like to be allocated the Public Offer Shares registered in their own names should complete and sign the **WHITE** Application Forms or submit applications online through the designated website of the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) under the **HK eIPO White Form** service. Applicants who would like to have the allocated Public Offer Shares 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 Form, copies of which, together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Thursday, 28 June 2018 until 12:00 noon on Wednesday, 4 July 2018 at the Depository Counter of HKSCC at 1/F, One & Two Exchange

Square, 8 Connaught Place, Central, Hong Kong or their stockbrokers, who may have such Application Forms and Prospectus available; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 28 June 2018, until 12:00 noon on Wednesday, 4 July 2018 from:

1. the following address of the Public Offer Underwriters:

<b>Name</b>	<b>Address</b>
<b>Quasar Securities Co., Limited</b>	Unit A, 12/F, Harbour Commercial Building, 122–124 Connaught Road, Central, Hong Kong
<b>China Galaxy International Securities (Hong Kong) Co., Limited</b>	20th Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong
<b>Wellington Financial Limited</b>	Unit B 10/F, 128 Wellington Street, Central, Hong Kong
<b>Golden Rich Securities Limited</b>	22/F, Siu On Centre, 188 Lockhart Road, Wan Chai, Hong Kong
<b>TUS Corporate Finance Limited</b>	15/F Shanghai Commercial Bank Tower, 12 Queen's Road Central, Central, Hong Kong

2. any of the following branches of the receiving bank:

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

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Johnston Road Branch	152–158 Johnston Road, Wan Chai
	King's Road Branch	131–133 King's Road, North Point
<b>Kowloon</b>	Mei Foo Mount Sterling Mall Branch	Shop N47–49 Mount Sterling Mall, Mei Foo Sun Chuen
<b>New Territories</b>	Yuen Long Branch	102–108 Castle Peak Road, Yuen Long

Both **WHITE** and **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, to which cheques or banker's cashier orders payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — MAN SHUN GROUP PUBLIC OFFER**" should be securely stapled and deposited in the special collection boxes provided at any of the branches referred to above on the following dates during the following times:

**Thursday, 28 June 2018 — 9:00 a.m. to 5:00 p.m.**

**Friday, 29 June 2018 — 9:00 a.m. to 5:00 p.m.**

**Saturday, 30 June 2018 — 9:00 a.m. to 1:00 p.m.**

**Tuesday, 3 July 2018 — 9:00 a.m. to 5:00 p.m.**

**Wednesday, 4 July 2018 — 9:00 a.m. to 12:00 noon.**

Applicants applying via the **HK eIPO White Form** may submit their applications through the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Thursday, 28 June 2018 until 11:30 a.m. on Wednesday, 4 July 2018 (24 hours daily, except on the last application day) (or such later date as may apply in the case of a tropical cyclone warning signal number 8 or above or a "black" rainstorm warning signal being in force as described in the paragraph headed "How to Apply for the Public Offer Shares — 10. Effect of bad weather on the opening of the application lists" in the Prospectus).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 28 June 2018 until 12:00 noon on Wednesday, 4 July 2018. The application lists will open from 11:45 a.m. to 12:00 noon on Wednesday, 4 July 2018 (or such later date as may apply in case of certain bad weather conditions as described in the paragraph headed "How to Apply for the Public Offer Shares — 10. Effect of bad weather on the opening of the application lists" in the Prospectus). Please refer to the sections headed "Structure of the Share Offer" and "How to Apply for the Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Public Offer.

The Company expects to publish the announcement on the Offer Price, the level of applications in the Public Offer, the level of indications of interest in the Placing and the basis of allotment of the Public Offer Shares on Tuesday, 10 July 2018 on the website of the Company at [www.manshungroup.com.hk](http://www.manshungroup.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Results of allocations of the Public Offer, the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) and the number of Public Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms, by **HK eIPO White Form** and by giving **electronic application instructions** to HKSCC via CCASS, will be made available through a variety of channels on Tuesday, 10 July 2018 as described in the paragraph headed "How to Apply for the Public Offer Shares — 11. Publication of results" in the Prospectus.

The Company will not issue temporary documents of title or receipt for application monies paid. Share certificates will only become valid documents of title provided that the Share Offer has become unconditional in all respects and the right of termination as described in the paragraph headed "Underwriting — Underwriting arrangements and expenses — Public Offer — Grounds for termination" has lapsed, which is expected to be at 8:00 a.m. on Wednesday, 11 July 2018.

Dealings in the Shares on the Main Board are expected to commence at 9:00 a.m. on Wednesday, 11 July 2018. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares is 1746.

By order of the Board  
**Man Shun Group (Holdings) Limited**  
**Cheung Yuen Tung**  
*Chairman and Executive Director*

Hong Kong, 28 June 2018

*As at the date of this announcement, the executive Directors are Mr. Cheung Yuen Tung, Mr. Cheung Yuen Chau and Mr. Tang Chi Chiu, and the independent non-executive Directors are Mr. Pang Kam Fai, Dickson, Mr. Law Chung Lam, Nelson and Mr. Lau Yu Ching.*

*This announcement is available for viewing on the Company's website at [www.manshungroup.com.hk](http://www.manshungroup.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).*