

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same respective meanings as those defined in the prospectus dated 29 September 2016 (the “**Prospectus**”) issued by IBI Group Holdings Limited (the “**Company**”).*

*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 offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for the Shares or other securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company, the Public Offer and the Placing described below before deciding whether or not to invest in the Shares thereby offered.

*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 Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United States. The securities of the Company may not be offered or sold in the United States except pursuant to registration or an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable state or local security laws. There will be no public offer of securities of the Company in the United States.*



IBI Group Holdings Limited

(incorporated in the Cayman Islands with limited liability)

SHARE OFFER

Number of Offer Shares	: 200,000,000 Shares
Number of Public Offer Shares	: 20,000,000 Shares (subject to re-allocation)
Number of Placing Shares	: 180,000,000 Shares (subject to re-allocation)
Maximum Offer Price	: HK\$0.45 per Offer Share plus brokerage fee of 1.0%, SFC transaction levy of 0.0027% and the 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	: 1547

Sole Sponsor



Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



Co-Managers (in alphabetical order)

AmCap

Ample Orient Capital Limited

Convoy Investment Services Limited
康宏証券投資服務有限公司



BONUS EVENTUS

FRONTPAGE 富比



Opus Capital Limited
創富融資有限公司



Sirionmax Securities Ltd.
信富達證券

Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to (i) the Capitalisation Issue; (ii) the Share Offer; and (iii) the exercise of any options that may be granted under the Share Option Scheme. Assuming the Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 14 October 2016, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Friday, 14 October 2016.

The Share Offer comprises (i) the Public Offer of 20,000,000 Shares (subject to re-allocation), representing 10% of the total number of Shares initially being offered in the Share Offer; and (ii) the Placing of 180,000,000 Shares (subject to re-allocation), representing 90% of the total number of Shares initially being offered in the Share Offer. The allocation of the Shares between the Public Offer and the Placing is subject to re-allocation as stated in the section headed “Structure and Conditions of the Share Offer — Re-allocation between the Placing and the Public Offer” of the Prospectus.

Subject to the granting of the listing of, and permission to deal in, the Shares on the Stock Exchange as well as the 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 may choose. 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 be not more than HK\$0.45 per Offer Share and is expected to be not less than HK\$0.35 per Offer Share unless otherwise announced. Applicants for the Public Offer Shares must pay the maximum Offer Price of HK\$0.45 per Offer Share plus brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% in full upon application for Shares under the terms set out in the Application Forms, subject to refund if the Offer Price as finally determined is less than HK\$0.45 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 related Application Forms.

Applicants who would like to have the allotted Public Offer Shares registered in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to have the allotted Public Offer Shares registered 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 either (i) give **electronic application instructions** to HKSCC via CCASS, or (ii) complete and sign the **YELLOW** 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 Thursday, 29 September 2016 until 12:00 noon on Wednesday, 5 October 2016 from:

(1) any of the following address of the Public Offer Underwriters:

Quam Securities Company Limited

18/F-19/F, China Building
29 Queen's Road Central
Hong Kong

Ample Orient Capital Limited

Unit 902 Far East Consortium Building
121 Des Voeux Road Central
Hong Kong

Bonus Eventus Securities Limited

Room 1707, 17th Floor, Tower II
Admiralty Centre
18 Harcourt Road
Admiralty
Hong Kong

Brilliant Norton Securities Company Limited

Suite 804 8/F Jubilee Centre
46 Gloucester Road
Wan Chai
Hong Kong

China Galaxy International Securities (Hong Kong) Co., Limited

Units 3501-7 & 3513-14
35/F, Cosco Tower
183 Queen's Road Central
Hong Kong

Convoy Investment Services Limited

24C, @Convoy
169 Electric Road
North Point
Hong Kong

Frontpage Capital Limited

26/F, Siu On Centre
188 Lockhart Road
Wanchai
Hong Kong

Opus Capital Limited

18/F Fung House
19-20 Connaught Road Central
Central
Hong Kong

Sinomax Securities Limited

Unit 1601, Far East Finance Centre
16 Harcourt Road
Admiralty
Hong Kong

- (2) any of the following branches of Standard Chartered Bank (Hong Kong) Limited, the receiving bank for the Public Offer:

District	Branch Name	Address
Hong Kong Island	88 Des Voeux Road Branch	88 Des Voeux Road Central, Central
	Hennessy Road Branch	399 Hennessy Road, Wanchai
	North Point Centre Branch	Shop G, G/F, North Point Centre, 284 King's Road, North Point
Kowloon	Mong Kok Branch	Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mong Kok
	Telford Gardens Branch	Shop P9-12, Telford Centre, Telford Gardens, Tai Yip Street, Kwun Tong
	Mei Foo Manhattan Branch	Shop Nos.07 & 09, Ground Floor, Mei Foo Plaza, Mei Foo Sun Chuen
New Territories	Tseung Kwan O Branch	Shop G37-40, G/F, Hau Tak Shopping Centre East Wing, Hau Tak Estate, Tseung Kwan O
	Tsuen Wan Branch	Shop C, G/F & 1/F, Jade Plaza, 298 Sha Tsui Road, Tsuen Wan

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 29 September 2016 until 12:00 noon on Wednesday, 5 October 2016 from:

- (1) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or
- (2) your stockbroker.

The completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "Horsford Nominees Limited — IBI Group Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times on the following dates:

Thursday, 29 September 2016 — 9:00 a.m. to 5:00 p.m.

Friday, 30 September 2016 — 9:00 a.m. to 5:00 p.m.

Monday, 3 October 2016 — 9:00 a.m. to 5:00 p.m.

Tuesday, 4 October 2016 — 9:00 a.m. to 5:00 p.m.

Wednesday, 5 October 2016 — 9:00 a.m. to 12:00 noon

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates ⁽¹⁾:

Thursday, 29 September 2016 — 9:00 a.m. to 8:30 p.m. ⁽¹⁾

Friday, 30 September 2016 — 8:00 a.m. to 8:30 p.m. ⁽¹⁾

Monday, 3 October 2016 — 8:00 a.m. to 8:30 p.m. ⁽¹⁾

Tuesday, 4 October 2016 — 8:00 a.m. to 8:30 p.m. ⁽¹⁾

Wednesday, 5 October 2016 — 8:00 a.m. ⁽¹⁾ **to 12:00 noon**

Note:

- (1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 29 September 2016 until 12:00 noon on Wednesday, 5 October 2016 or such later time as described in the section headed "How to Apply for Public Offer Shares — 8. Effect of bad weather on the opening of the Application Lists" in the Prospectus.

Please refer to the sections respectively headed "Structure and Conditions of the Share Offer" and "How to Apply for Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Public Offer.

The Company expects to announce the final Offer Price, the indication of the level of interest under the Placing, the level of applications under the Public Offer and the basis of allocation of the Public Offer Shares on Thursday, 13 October 2016 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.ibi.com.hk. The results of allocations in the Public Offer, including 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 the **WHITE** and **YELLOW** Application Forms and by giving **electronic application instructions** to HKSCC via CCASS, will be made available in the manner as described in the section headed "How to Apply for Public Offer Shares — 9. Publication of results" in the Prospectus.

The Company will not issue temporary documents of title of the Shares. Share certificates will only become valid at 8:00 a.m. on Friday, 14 October 2016 provided that the Share Offer has become unconditional and the right of termination described in the section headed "Underwriting — Underwriting arrangements and expenses — Public Offer — Grounds for termination" in the Prospectus has not been exercised. No receipt will be issued for the sums paid on application. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 14 October 2016. The Shares will be traded in board lots of 8,000 Shares each. The stock code of the Company is 1547.

By order of the Board
IBI Group Holdings Limited
Neil David Howard
Chairman and Executive Director

Hong Kong, 29 September 2016

As at the date of this announcement, the executive Directors are Mr. Neil David Howard and Mr. Steven Paul Smithers, and the independent non-executive Directors are Mr. Richard Gareth Williams, Mr. Robert Peter Andrews and Mr. Lap Shek Eddie Wong.

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