

Unless otherwise defined, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus (the “**Prospectus**”) of Dragon King Group Holdings Limited (the “**Company**”) dated 29 December 2017.

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 purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for Shares. Potential investors should read the Prospectus carefully for detailed information about the Company and the Share Offer before deciding whether or not to invest in the Offer Shares thereby being offered.

This announcement is not for release, publication or 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 Offer 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**”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.



## Dragon King Group Holdings Limited 龍皇集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

### SHARE OFFER

Number of Offer Shares	: 360,000,000 Shares
Number of Public Offer Shares	: 36,000,000 Shares (including 3,600,000 Employee Reserved Shares) (subject to reallocation)
Number of Placing Shares	: 324,000,000 Shares (subject to reallocation)
Maximum Offer Price	: HK\$0.26 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 dollar and subject to refund)
Nominal Value	: HK\$0.01 per Share
Stock Code	: 8493

**Sole Sponsor, Bookrunner and Lead Manager**

**FRONTPAGE 富比**

**Frontpage Capital Limited**

**Co-Lead Managers**



## THE SHARE OFFER

Application has been made by the Company to the Listing Division for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Share Offer (including any additional Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Scheme).

The Share Offer comprises (a) the Public Offer of initially 36,000,000 Shares (subject to reallocation), representing 10% of the total number of Offer Shares initially available under the Share Offer, and (b) the Placing of initially 324,000,000 Shares (subject to reallocation), representing 90% of the total number of Offer Shares initially available under the Share Offer. Of the 36,000,000 Public Offer Shares, up to 3,600,000 Employee Reserved Shares (representing 1% of the total number of Offer Shares being offered under the Share Offer) are available for subscription by the Eligible Employees on a preferential basis under the Employee Preferential Offering. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to reallocation as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus.

If the Stock Exchange grants the listing of, and permission to deal in, the Shares on GEM of the Stock Exchange and the Company complies 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 any other date HKSCC chooses. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) 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 for the Shares to be admitted into CCASS.

The Offer Price will be not more than HK\$0.26 per Offer Share and is expected to be not less than HK\$0.18 per Offer Share, unless otherwise announced. Applicants for the Public Offer Shares (including the Employee Reserved Shares) shall pay in full, on application, the maximum Offer Price of HK\$0.26 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\$0.26 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 wish to have the Public Offer Shares allotted and issued in their own names should either (i) use a **WHITE** Application Form; or (ii) apply 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 wish to have the Public Offer Shares allotted and 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 maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS. Eligible Employees who wish 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 Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 December 2017 until 12:00 noon on Thursday, 4 January 2018 from:

- (i) The following office of the Lead Manager:

**Frontpage Capital Limited**                      26/F, Siu On Centre, 188 Lockhart Road  
Wanchai, Hong Kong

- (ii) Any of the following branches of DBS Bank (Hong Kong) Limited, the receiving bank for the Public Offer:

	<b>Branch</b>	<b>Address</b>
Hong Kong Island	Head Office	G/F, The Center, 99 Queen's Road Central, Central
Kowloon	Mei Foo Branch	Shops N26A & N26B, Stage V, Mei Foo Sun Chuen, 10 & 12 Nassau Street
	Nathan Road SME Banking Centre	2/F, Wofoo Commercial Building, 574–576 Nathan Road, Mongkok
New Territories	Tuen Mun Town Plaza — SME Banking Centre	Shop 23, G/F, Tuen Mun Town Plaza (II), 3 Tuen Lung Street, Tuen Mun

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 December 2017, until 12:00 noon on Thursday, 4 January 2018, from: (i) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or (ii) your stockbroker, who may have such Application Forms and the Prospectus available.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**Ting Hong Nominees Limited — Dragon King Public Offer**" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above, at the following times:

**Friday, 29 December 2017 — 9:00 a.m. to 5:00 p.m.**  
**Saturday, 30 December 2017 — 9:00 a.m. to 1:00 p.m.**  
**Tuesday, 2 January 2018 — 9:00 a.m. to 5:00 p.m.**  
**Wednesday, 3 January 2018 — 9:00 a.m. to 5:00 p.m.**  
**Thursday, 4 January 2018 — 9:00 a.m. to 12:00 noon**

Applicants may submit applications online to the **HK eIPO White Form** Service Provider through the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Friday, 29 December 2017 until 11:30 a.m. on Thursday, 4 January 2018 (24 hours daily, except on the last application day) or such later time as described in the section headed "How to Apply for Public Offer Shares and Employee Reserved Shares — 10. Effects 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 Friday, 29 December 2017 until 12:00 noon on Thursday, 4 January 2018 or such later time as described in the section headed "How to Apply for Public Offer Shares and Employee Reserved Shares — 10. Effects of bad weather on the opening of the application lists" in the Prospectus.

Copies of the Prospectus, together with the **PINK** Application Form, may be obtained by the Eligible Employees during normal business hours from 9:00 a.m. on Friday, 29 December 2017 until 12:00 noon on Wednesday, 3 January 2018 from the Company's office at Office A, 20<sup>th</sup> Floor, TG Place, 10 Shing Yip Street, Kwun Tong, Kowloon, Hong Kong. Electronic copies of the Prospectus and the **PINK** Application Forms may be viewed from the websites of the Company at [www.dragonkinggroup.com](http://www.dragonkinggroup.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Your completed **PINK** Application Form, together with a cheque or banker's cashier order attached and marked payable to "**Ting Hong Nominees Limited — Dragon King Public Offer**" for the payment should be returned to Unit A, 20<sup>th</sup> Floor, TG Place, 10 Shing Yip Street, Kwun Tong, Kowloon, Hong Kong by 12:00 noon on Wednesday, 3 January 2018, being the last day for the submission of the **PINK** Application Forms.

Please refer to the sections headed “Structure and Conditions of the Share Offer” and “How to Apply for Public Offer Shares and Employee Reserved Shares” in the Prospectus for details of the conditions and procedures of the Public Offer and the Employee Preferential Offering.

The Company expects to announce the final Offer Price, the level of indication of interest in the Placing, the results of applications and the level and the basis of allocation of the Public Offer and the Employee Preferential Offering on Monday, 15 January 2018, on the Company’s website at [www.dragonkinggroup.com](http://www.dragonkinggroup.com) and on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). Results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Public Offer and the Employee Preferential Offering will be available through channels as described in the section headed “How to Apply for Public Offer Shares and Employees Reserved Shares — 11. Publication of results” in the Prospectus on Monday, 15 January 2018.

The Company will not issue any receipts for sum paid on application or temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Tuesday, 16 January 2018 provided that the Share Offer 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 Tuesday, 16 January 2018. The Shares will be traded in board lots of 12,000 Shares each and the Stock Code is 8493.

By order of the Board  
**Dragon King Group Holdings Limited**  
**Lee Ching Nung Angel**  
Chairman

Hong Kong, 29 December 2017

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Wong Wing Chee, Ms. Lee Ching Nung Angel and Mr. Wong Wing Hong; and three independent non-executive Directors, namely Mr. Chang Cheuk Cheung Terence, Mr. Lin Zhisheng and Mr. Kwong Ping Man.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement and a copy of the Prospectus will remain on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk), and in the case of the announcement, on the “Latest Company Announcements” page for at least 7 days from the day of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at [www.dragonkinggroup.com](http://www.dragonkinggroup.com).*