

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (“**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.*

*Unless otherwise defined, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 29 June 2018 (the “**Prospectus**”) issued by Pacific Legend Group Limited (the “**Company**”).*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and the Share Offer described in this announcement before deciding whether or not to invest in the Offer Shares thereby being offered. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.*

*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 of the Company 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 and is not currently intended to be any public offer of securities in the United States.*

*Nothing in this announcement or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful.*

# Pacific Legend Group Limited

(Incorporated in the Cayman Islands with limited liability)

## LISTING ON GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Number of Offer Shares	: 250,000,000 Shares
Number of Public Offer Shares	: 25,000,000 Shares (subject to reallocation)
Number of Placing Shares	: 225,000,000 Shares (subject to reallocation)
Offer Price	: Not more than HK\$0.40 per Offer Share and not less than HK\$0.30 per Offer Share plus brokerage of 1.0%, 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:	: 8547

### Sole Sponsor



### Joint Lead Managers and Joint Bookrunners



雅利多證券  
ARISTO SECURITIES LIMITED



Supreme China Securities Limited  
智華證券有限公司



Opus Capital Limited  
創富融資有限公司



SUCCESS SECURITIES LIMITED  
實德證券有限公司

Application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and the Offer Shares to be issued pursuant to the Share Offer and as mentioned in the Prospectus (including the additional Shares to be issued under the Capitalisation Issue and any Shares which may be issued upon the exercise of options which may be granted under the Share Option Scheme).

The Share Offer comprises the Placing and the Public Offer. A total of 250,000,000 Shares will be made available under the Share Offer, of which 225,000,000 Shares (subject to reallocation), representing 90% of the Offer Shares, will be initially and conditionally placed under the Placing. The remaining 25,000,000 Shares (subject to reallocation), representing 10% of the Offer Shares, will be offered under the Public Offer.

The allocation of Offer Shares between the Public Offer and the Placing is subject to adjustment as detailed in the section headed “Structure and conditions of the Share Offer — The Public Offer — Reallocation” in the Prospectus. In particular, the Joint Lead Managers (for themselves and on behalf of the Underwriters) may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 6 of the GEM Listing Rules, the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.30 per Offer Share) stated in the Prospectus and the maximum total number of Offer Shares that may be reallocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 50,000,000 Offer Shares).

Subject to the granting of the approval of the listing of, and permission to deal in, the Shares on the Stock Exchange 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 any other date 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 for the Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price will not be more than HK\$0.40 per Offer Share and is expected to be not less than HK\$0.30 per Offer Share. Applicants are required to pay in full, upon application, the maximum Offer Price of HK\$0.40 per Offer Share together with a brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% under the terms set out in the Application Forms, subject to refund if the Offer Price as finally determined is lower than HK\$0.40 per Offer Share. If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is lower than the maximum Offer Price of HK\$0.40 per Offer Share, appropriate refund payments (including the brokerage fee, SFC transaction levy and Stock Exchange trading fee attributable to the excess application monies) will be made to applicants, without interest. Please refer to the paragraph headed “How to apply for the Public Offer Shares — 13. Refund of application monies” of the Prospectus for details.

**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 and the designated website [www.hkeipo.hk](http://www.hkeipo.hk) for the HK eIPO White Form. The Share Offer is conditional upon the fulfilment of the conditions as set out in the section headed “Structure and conditions of the Share Offer” in the Prospectus.**

If such conditions have not been fulfilled (or, where applicable, waived) in accordance with the terms and conditions of the Underwriting Agreements on or before the dates and times as specified therein, the Share Offer will not proceed and all money received will be refunded to applicants for the Share Offer without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Public Offer will be published on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.pacificlegendgroup.com](http://www.pacificlegendgroup.com) on the next business day immediately following the date of such lapse.

Prospective investors of the Offer Shares should note that the Joint Lead Managers (for themselves and on behalf of the Underwriters) are entitled to terminate the Underwriting Agreements by giving a notice in writing to the Company upon the occurrence of any of the events set out under the paragraph headed “Underwriting — Underwriting arrangements and expenses — Public Offer — Grounds for termination” of the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

Should the Joint Lead Managers (for themselves and on behalf of the Underwriters) terminate the Underwriting Agreements, the Share Offer will not proceed and will lapse. If, for any reason, the final Offer Price is not agreed by the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters), the Share Offer will not become unconditional and will lapse immediately.

Applicants who wish to be allotted the Public Offer Shares to be issued in their own names should (i) complete and sign the **WHITE** Application Form; or (ii) apply online through **HK eIPO White Form** service 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 Participants stock accounts or their designated CCASS Participant’s stock accounts should (i) complete and sign the **YELLOW** Application Form; or (ii) apply by giving **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 Friday, 29 June 2018, until 12:00 noon on Friday, 6 July 2018 (or such later date as may apply as described in the section headed “How to apply for the Public Offer Shares — 10. Effect of bad weather on the opening of the application lists” in the Prospectus), from:

1. any of the following offices of the Public Offer Underwriters:

**Aristo Securities Limited**

Room 101, 1st Floor, On Hong Commercial Building  
145 Hennessy Road  
Wanchai  
Hong Kong

**Supreme China Securities Limited**

Suites 2701–2, 27/F, Everbright Centre  
108 Gloucester Road  
Wanchai  
Hong Kong

**Opus Capital Limited**

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

**Success Securities Limited**

Suite 1603–7, 16/F, Great Eagle Centre  
23 Harbour Road  
Wanchai  
Hong Kong

2. any of the following branches of Industrial and Commercial Bank of China (Asia) Limited, the receiving bank for the Public Offer:

<b>District</b>	<b>Branch name</b>	<b>Address</b>
Hong Kong	Queen's Road Central Branch	Basement, Ground Floor and First Floor, 122 QRC, 122–126 Queen's Road Central Hong Kong
	Wanchai Branch	117-123 Hennessy Road Wanchai, Hong Kong
Kowloon	Yaumatei Branch	542 Nathan Road Yaumatei, Kowloon
	Prince Edward Branch	777 Nathan Road Mongkok, Kowloon
	Kwun Tong Branch	Shop 5 & 6 1/F, Crocodile Centre 79 Hoi Yuen Road Kwun Tong, Kowloon
New Territories	Shatin Branch	Shop 22J, Level 3 Shatin Centre, New Territories

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 June 2018 until 12:00 noon on Friday, 6 July 2018 at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have such **YELLOW** Application Forms and the Prospectus available.

#### **Time for Lodging Application Forms**

The completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "ICBC (ASIA) NOMINEE LIMITED — PACIFIC LEGEND GROUP PUBLIC OFFER", should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, on the following dates and at the following times:

<b>Friday, 29 June 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Saturday, 30 June 2018</b>	<b>— 9:00 a.m. to 1:00 p.m.</b>
<b>Tuesday, 3 July 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Wednesday, 4 July 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Thursday, 5 July 2018</b>	<b>— 9:00 a.m. to 5:00 p.m.</b>
<b>Friday, 6 July 2018</b>	<b>— 9:00 a.m. to 12:00 noon</b>

The application lists of the Public Offer will be open from 11:45 a.m. to 12:00 noon on Friday, 6 July 2018, the last application day or such later time as described in the section headed "How to apply for the Public Offer Shares — 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Applicants may apply online through the designated website of the **HK eIPO White Form** service provider at [www.hkeipo.hk](http://www.hkeipo.hk) (24 hours daily, except the last application day) from 9:00 a.m. on Friday, 29 June 2018 until 11:30 a.m. on Friday, 6 July 2018 or such later date as may apply as described in the section 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 Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

<b>Friday, 29 June 2018</b>	—	<b>9:00 a.m. to 8:30 p.m.<sup>(1)</sup></b>
<b>Saturday, 30 June 2018</b>	—	<b>8:00 a.m. to 1:00 p.m.<sup>(1)</sup></b>
<b>Tuesday, 3 July 2018</b>	—	<b>8:00 a.m. to 8:30 p.m.<sup>(1)</sup></b>
<b>Wednesday, 4 July 2018</b>	—	<b>8:00 a.m. to 8:30 p.m.<sup>(1)</sup></b>
<b>Thursday, 5 July 2018</b>	—	<b>8:00 a.m. to 8:30 p.m.<sup>(1)</sup></b>
<b>Friday, 6 July 2018</b>	—	<b>8:00 a.m.<sup>(1)</sup> to 12:00 noon</b>

*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 Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 29 June 2018 until 12:00 noon on Friday, 6 July 2018 or such later date as may apply as described in the section headed “How to apply for the Public Offer Shares — 10. Effect of bad weather on the opening of the application lists” in the Prospectus.

If you are not a CCASS Investor Participant, you may instruct your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give electronic application instructions via CCASS terminals to apply for the Public Offer Shares on your behalf. You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Joint Lead Managers, the Joint Bookrunners and the Hong Kong Branch Share Registrar.

Please refer to the sections headed “Structure and conditions of the Share Offer” and “How to apply for the Public Offer Shares” in the Prospectus for further details of the conditions and procedures of the Share Offer.

The Company expects to announce the final Offer Price, the level of indications of interest in the Placing, the level of applications in the Public Offer, the basis of allocation of the Public Offer Shares and the number of Offer Shares re-allocated between the Public Offer and the Placing on Tuesday, 17 July 2018 on the Company’s website at [www.pacificlegendgroup.com](http://www.pacificlegendgroup.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers 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.pacificlegendgroup.com](http://www.pacificlegendgroup.com) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 9:00 a.m. on Tuesday, 17 July 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 Tuesday, 17 July 2018 to 12:00 midnight on Monday, 23 July 2018;
- by telephone enquiry line by calling (852) 3691 8488 between 9:00 a.m. and 6:00 p.m. from Tuesday, 17 July to Friday, 20 July 2018 on a business day;
- in the special allocation results booklets which will be available for inspection during opening hours from Tuesday, 17 July to Thursday, 19 July 2018 at all the receiving bank branches and sub-branches.

No temporary document of title will be issued in respect of the 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 the Listing Date 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.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. (Hong Kong time) on Wednesday, 18 July 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Wednesday, 18 July 2018. The Shares will be traded in board lots of 10,000 Shares each under the stock code 8547.

By order of the Board  
**Pacific Legend Group Limited**  
**John Warren McLennan**  
*Chairman and Executive Director*

Hong Kong, 29 June 2018

*As at the date of this announcement, the Board comprises Mr. John Warren McLennan, Ms. Tracy-Ann Fitzpatrick and Ms. Mok Lai Yin Fiona as executive Directors; Mrs. Jennifer Carver McLennan as non-executive Director; and Ms. Li Yan Yan, Ms. Elaine June Cheung and Mr. Roderick Donald Nichol as independent non-executive Directors.*

*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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement and a copy of the Prospectus will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at [www.pacificlegendgroup.com](http://www.pacificlegendgroup.com).*