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*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 dated 27 September 2019 (the “**Prospectus**”) of CR Construction Group Holdings Limited (the “**Company**”) 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 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 and is not an offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or any other jurisdiction. The Shares have not been, and will not be, registered under the United States Securities Act of 1933 (as amended) (the “**U.S. Securities Act**”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States.*

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.*

# CR Construction Group Holdings Limited 華營建築集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

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

- Number of Offer Shares under : 138,850,000 Shares  
the Share Offer
- Number of Public Offer Shares : 13,885,000 Shares (subject to re-allocation)
- Number of Placing Shares : 124,965,000 Shares (subject to re-allocation)
- Maximum Offer Price : Not more than HK\$1.4 per Offer Share and expected to be not less than HK\$1.0 per Offer Share plus brokerage fee 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 (if any))
- Nominal value : HK\$0.01 per Share
- Stock code : 1582

### Sole Sponsor



### Joint Bookrunners and Joint Lead Managers



### Joint Lead Managers



Application has been made by the Company through the Sole Sponsor, First Shanghai Capital Limited which is located at 19/F., Wing On House, 71 Des Voeux Road Central, Hong Kong, to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and the Offer Shares to be issued on the Main Board of the Stock Exchange as described in the Prospectus pursuant to the Capitalisation Issue, the Share Offer and any Shares which may be allotted and issued pursuant to the exercise of any option which may be granted under the Share Option Scheme.

The Share Offer comprises the Public Offer of initially 13,885,000 Shares and the Placing of initially 124,965,000 Shares representing 10% and 90% of the total number of Offer Shares being offered under the Share Offer (subject to re-allocation), respectively. Of the 124,965,000 Shares initially being offered under the Placing, 13,850,000 Offer Shares (representing approximately 10.0% of the total number of the Offer Shares being offered under the Share Offer) are available for subscription by Eligible Employees at the Offer Price 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.

In particular, the Joint Bookrunners and the Joint Lead Managers may reallocate Offer Shares from 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 18 of the Listing Rules, the maximum total number of Offer Shares that may be allocated to the Public Offer following such allocation shall be not more than double the initial allocation to the Public Offer (i.e. 27,770,000 Offer Shares) and the final Offer Price shall be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$1.0 per Offer Share) stated in the Prospectus.

Subject to the granting 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 date of commencement of dealings in the Shares on the Stock Exchange or 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. Investors should seek advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The final Offer Price is expected to be determined by agreement among the Company, the Sole Sponsor, the Joint Bookrunners and the Joint Lead Managers (for themselves and on behalf of the other Underwriters) on the Price Determination Date, which is currently expected to be on or around 4 October 2019 or on such later date as may be agreed among the Company, the Sole Sponsor, the Joint Bookrunners and the Joint Lead Managers (for themselves and on behalf of the other Underwriters) and, in any event, not later than Thursday, 10 October 2019. If, for any reason, the final Offer Price among the Joint Bookrunners and the Joint Lead Managers (for themselves and on behalf of the other Underwriters) and the Company is not agreed by 6 p.m. on Thursday, 10 October 2019, the Share Offer will not proceed and will lapse. In such event, the Company will issue an announcement on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and on the website of the Company at [www.cr-construction.com.hk](http://www.cr-construction.com.hk).

The Offer Price will not be more than HK\$1.4 per Offer Share and is expected to be not less than HK\$1.0 per Offer Share unless otherwise announced. Applicants under the Share Offer are required to pay, on application, the maximum Offer Price of HK\$1.4 per Offer Share plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum offer price of HK\$1.4 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Public Offer set out in the section headed “Structure and conditions of the Share Offer — Conditions of the Public Offer” in the Prospectus are not fulfilled or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared. Any refund of your application monies will be made on Tuesday, 15 October 2019.

**Applications for the Public Offer Shares and the Employee Reserved 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 the Public Offer Shares to be allotted in their own names should either (i) complete and sign the **WHITE** Application Forms or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk) through the **HK eIPO White Form** service. Applicants who would like the Public Offer Shares to be allotted 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. Applicants who are Eligible Employees who wish to apply for Employee Reserved Shares under the Employee Preferential Offering should complete and sign the **PINK** Application Forms apart from application for the Public Offer Shares.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 27 September 2019 until 12:00 noon on Thursday, 3 October 2019 from:

1. the following offices of Joint Bookrunners and Joint Lead Managers:

<b>First Shanghai Securities Limited</b>	19/F & Room 2505-10, Wing On House 71 Des Voeux Road Central Hong Kong
<b>Zhongtai International Securities Limited</b>	19/F., Li Po Chun Chambers 189 Des Voeux Road Central Central, Hong Kong
<b>First Capital Securities Limited</b>	Unit 4512, 45/F The Center 99 Queen's Road Central Central, Hong Kong
<b>Guotai Junan Securities (Hong Kong) Limited</b>	27/F Low Block Grand Millennium Plaza 181 Queen's Road Central Hong Kong
<b>Haitong International Securities Company Limited</b>	22/F., Li Po Chun Chambers 189 Des Voeux Road Central Hong Kong

2. 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>
<b>Hong Kong Island</b>	Wanchai Branch	117-123 Hennessy Road, Wanchai, Hong Kong
	Electric Road Branch	113-115 Electric Road, Hong Kong
<b>Kowloon</b>	Tsim Sha Tsui Branch	Shop 1&2, G/F, No. 35-37 Hankow Road, Tsimshatsui, Kowloon
	Prince Edward Branch	777 Nathan Road, Mongkok, Kowloon
	Lai Chi Kok Branch	Shop G06, G/F, Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road, Lai Chi Kok, Kowloon
	Wong Tai Sin Branch	Shop 128, Level One, Wong Tai Sin Plaza, 103 Ching Tak Street, Wong Tai Sin, Kowloon

3. the following office of the Sole Sponsor:

<b>First Shanghai Capital Limited</b>	19/F., Wing On House, 71 Des Voeux Road Central, Hong Kong
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Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 27 September 2019 until 12:00 noon on Thursday, 3 October 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

A **PINK** Application Form together with the Prospectus can be collected by the Eligible Employees from the Company's headquarters at Units 3-16, 32/F, Standard Chartered Tower, Millennium City 1, 388 Kwun Tong Road, Kwun Tong, Kowloon, Hong Kong during the normal business hours from 9:00 a.m. on Friday, 27 September 2019 until 12:00 noon on Wednesday, 2 October 2019. Electronic copies of the **PINK** Application Form and the Prospectus can be viewed on the websites of the Company at [www.cr-construction.com.hk](http://www.cr-construction.com.hk) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "ICBC (Asia) Nominee Limited — CR Construction Public Offer" 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, 27 September 2019 — 9:00 a.m. to 5:00 p.m.  
Saturday, 28 September 2019 — 9:00 a.m. to 1:00 p.m.  
Monday, 30 September 2019 — 9:00 a.m. to 5:00 p.m.  
Wednesday, 2 October 2019 — 9:00 a.m. to 5:00 p.m.  
Thursday, 3 October 2019 — 9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 3 October 2019, 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. Effect of bad weather on the opening of the application lists" in the Prospectus.

Applicants applying through the **HK eIPO White Form** service may submit applications through the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) from 9:00 a.m. on Friday, 27 September 2019 until 11:30 a.m. on Thursday, 3 October 2019 or such later time as described in the section headed "How to Apply for Public Offer Shares and Employee Reserved Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 27 September 2019 until 12:00 noon on Thursday, 3 October 2019 or such later time as may apply in case of certain bad weather conditions as described in the section headed "How to Apply for Public Offer Shares and Employee Reserved Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus. You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers and the Hong Kong Branch Share Registrar.

The completed **PINK** Application Form, together with a cheque or banker's cashier order attached and marked payable to "ICBC (Asia) Nominee Limited — CR Construction Employee Preferential Offering" for the payment, must be returned to Units 3-16, 32/F, Standard Chartered Tower, Millennium City 1, 388 Kwun Tong Road, Kwun Tong, Kowloon, Hong Kong by 12:00 noon on Wednesday, 2 October 2019, 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 terms and conditions and application procedures of the Public Offer.

The Company expects to announce the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and the Employee Preferential Offering and the basis of allocation of Public Offer Shares and Employee Reserved Shares on Tuesday, 15 October 2019 on the website of the Company at [www.cr-construction.com.hk](http://www.cr-construction.com.hk) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The results of allocations in the Public Offer (with the successful applicants' identity card or passport or business registration numbers, where appropriate) and Employee Preferential Offering will be made available from Tuesday, 15 October 2019 through a variety of channels in the manner specified in the section headed "How to Apply for Public Offer Shares and Employee Reserved Shares — 11. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title of the Shares or receipt for application monies received. Share certificates will only become valid certificates of title at 8:00 a.m. on Wednesday, 16 October 2019 provided that the Share Offer has become unconditional in all respects and the right of termination described in the section headed "Underwriting — Underwriting Arrangements and Expenses — The Public Offer — Grounds for Termination" in the Prospectus has not been exercised.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 16 October 2019, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 16 October 2019. The Shares will be traded in board lots of 2,500 Shares each. The stock code of the Shares is 1582.

By Order of the Board of Directors  
**CR Construction Group Holdings Limited**  
**Mr. Guan Manyu**  
*Chairman*

Hong Kong, 27 September 2019

*As at the date of this announcement, the board of Directors of the Company comprises Mr. Guan Manyu, Mr. Li Kar Yin, Ms. Chu Ping, Mr. Law Ming Kin and Mr. Chan Tak Yiu as Executive Directors, Mr. Yang Haojiang as Non-executive Director, and Honourable Mr. Tse Wai Chun Paul JP, Mr. Li Ka Fai David and Mr. Ho Man Yiu Ivan as Independent Non-executive Directors.*