

Unless otherwise defined, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 5 December 2019 (the “**Prospectus**”) of Tailam Tech Construction Holdings Limited (the “**Company**”).

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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, sold, pledged or transferred in the United States or to, or for the account or benefit of U.S. persons, 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.

In connection with the Share Offer, China Finance KAB Limited, as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate Shares and/or effect transactions with a view to stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period after the Listing Date. 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 conducted at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising action 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, being Friday, 10 January 2020. Any market purchases of Shares will be effected in compliance with all applicable laws and regulatory requirements. 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 (Chapter 571W of the Laws of Hong Kong), as amended or 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 will begin on the Listing Date and is expected to expire on the 30th day after the last date for the lodging of applications under the Public Offer, being Friday, 10 January 2020. After this date, no further stabilising action may be taken, demand for the Shares and the price of the Shares could fall.

In connection with the Share Offer, the Company has granted the Over-allotment Option to the Placing Underwriters exercisable at the sole discretion of the Joint Bookrunners (for themselves and on behalf of the Placing Underwriters). Pursuant to the Placing Underwriting Agreement, the Joint Bookrunners (for themselves and on behalf of the Placing Underwriters) have the right, exercisable at any time from the date of the Placing Underwriting Agreement until the 30th day after the last day for lodging applications under the Public Offer, being Friday, 10 January 2020, to require the Company to allot and issue up to 11,850,000 additional Shares, representing 15% of the number of the Offer Shares initially available under the Share Offer, at the Offer Price, to cover over-allocations in the Placing, if any. Given there is no over-allocation in the Placing, no Over-allotment Option will be exercised and there will be no stock borrowing arrangement pursuant to the Stock Borrowing Agreement.

Prospective investors of the Offer Shares should note that the Joint Bookrunners (for themselves and on behalf of other Public Offer Underwriters) may in their absolute discretion terminate the Public Offer Underwriting Agreement if any of the events set forth under the paragraph headed “Underwriting — Underwriting arrangements and expenses — Public Offer — Grounds for termination of the Public Offer Underwriting Agreement” in the Prospectus occurs at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Wednesday, 18 December 2019). Unless otherwise specified, all dates and time in this announcement refer to Hong Kong time.

The Public Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus and the related Application Forms. The Public Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong.

Tailam Tech Construction Holdings Limited 泰林科建控股有限公司

(Incorporated in the Cayman Islands with limited liability)

SHARE OFFER

Number of Offer Shares : 79,000,000 Shares
Number of Public Offer Shares : 15,800,000 Shares
(as adjusted after reallocation)
Number of Placing Shares : 63,200,000 Shares
(as adjusted after reallocation)
Offer Price : HK\$1.30 per Offer Share
(exclusive of brokerage of 1%,
SFC transaction levy of 0.0027% and
Stock Exchange trading fee of 0.005%)
Nominal value : HK\$0.01 per Share
Stock code : 6193

Sole Sponsor



Joint Bookrunners and Joint Lead Managers



Joint Lead Managers

