

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus dated 17 November 2015 (the “**Prospectus**”) issued by Manfield Chemical Holdings Limited (the “**Company**”).

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 for detailed information about the Company and the Placing and the Public Offer described below before deciding whether or not to invest in the Offer Shares.

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 Public Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and 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 not an offer of securities for sale in the United States. The Offer Shares may not be offered, sold or delivered in the United States except pursuant to an exemption from, or in a transaction not subject to, registration requirements under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) and in accordance with any applicable U.S. securities law. 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.

Potential investors of the Offer Shares should note that the Lead Manager is entitled, for itself and on behalf of the Underwriters, to terminate its obligations under the Underwriting Agreement by notice in writing at its opinion upon the occurrence of any of the events set forth in the paragraph headed “**Grounds for termination**” in the section headed “**Underwriting**” of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.



**MANFIELD**

**Manfield Chemical Holdings Limited**

**萬輝化工控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

**PLACING AND PUBLIC OFFER**

<b>Number of Offer Shares</b>	<b>: 150,000,000 Shares</b>
<b>Number of Placing Shares</b>	<b>: 135,000,000 Shares (subject to reallocation)</b>
<b>Number of Public Offer Shares</b>	<b>: 15,000,000 Shares (including 1,500,000 Employee Reserved Shares) (subject to reallocation)</b>
<b>Offer Price</b>	<b>: HK\$1.00 per Share (payable in full upon application, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%)</b>
<b>Nominal value</b>	<b>: HK\$0.01 each</b>
<b>Stock code</b>	<b>: 1561</b>

Sponsor

**ALTUS CAPITAL LIMITED**

Lead Manager



**結好證券有限公司**  
GET NICE SECURITIES LIMITED

Co-Lead Manager



**太平基業證券有限公司**  
Pacific Foundation Securities Limited

Application has been made 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 to be issued as described in the Prospectus (including the Shares to be issued pursuant to (i) the Capitalisation Issue; and (ii) the Share Offer). Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 1 December 2015, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, 1 December 2015.

The Share Offer comprises the Public Offer of 15,000,000 Public Offer Shares (including 1,500,000 Employee Reserved Shares) (subject to reallocation), representing 10% of the Offer Shares, and the Placing of 135,000,000 Placing Shares (subject to reallocation), representing 90% of the Offer Shares. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to adjustment as described in the section headed “Structure and conditions of the Share Offer” in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Main Board 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 such other date as may be 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.

The Offer Price is HK\$1.00 per Share. Applicants for the Public Offer Shares are required to pay, on application, the fixed Offer Price of HK\$1.00 per Share together with brokerage of 1.0%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%.

**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 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 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 and would like to subscribe for the Employee Reserved Shares pursuant to the Employee Preferential Offering should complete and sign the **PINK** Application Forms.

## WHERE TO COLLECT THE PROSPECTUS AND 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 Tuesday, 17 November 2015 until 12:00 noon on Friday, 20 November 2015 from:

(1) the following address of the Underwriters:

**Get Nice Securities Limited**

10th Floor, Cosco Tower  
Grand Millennium Plaza  
183 Queen's Road Central  
Hong Kong

**Pacific Foundation Securities Limited**

11th Floor, New World Tower II  
16-18 Queen's Road Central  
Hong Kong

(2) any of the following branches of Standard Chartered Bank (Hong Kong) Limited:

**Branch Name**

**Address**

*Hong Kong Island*

Des Voeux Road

Standard Chartered Bank Building,  
4-4A Des Voeux Road Central,  
Central

Wanchai Southorn

Shop C2 on G/F and 1/F to 2/F,  
Lee Wing Building,  
No. 156-162 Hennessy Road,  
Wanchai

Quarry Bay

G/F, Westlands Gardens,  
1027 King's Road,  
Quarry Bay

*Kowloon*

Mongkok

Shop B, G/F, 1/F & 2/F,  
617-623 Nathan Road,  
Mongkok

68 Nathan Road

Basement, Shop B1,  
G/F and M/F Golden Crown Court,  
66-70 Nathan Road,  
Tsimshatsui

Telford Gardens

Shop P9-12, Telford Centre,  
Telford Gardens, Tai Yip Street,  
Kwun Tong

Mei Foo Manhattan

Shop Nos. 07 & 09,  
Ground Floor, Mei Foo Plaza,  
Mei Foo Sun Chuen

<b>Branch Name</b>	<b>Address</b>
<i>New Territories</i>	
Tsuen Wan	Shop C, G/F & 1/F, Jade Plaza, 298 Sha Tsui Road, Tsuen Wan
Shatin Plaza	Shop No. 8, Shatin Plaza, 21–27 Shatin Centre Street, Shatin

You can collect a **YELLOW** Application Form and a Prospectus during normal business hours from 9:00 a.m. on Tuesday, 17 November 2015 until 12:00 noon on Friday, 20 November 2015 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 this Prospectus can be collected by Eligible Employees from the Company’s headquarters at Block L, 9th Floor, On Wah Industrial Building, 41-43 Au Pui Wan Street, Fo Tan, Shatin, Hong Kong during normal business hours from 9:00 a.m. on Tuesday, 17 November 2015 until 4:00 p.m. on Thursday, 19 November 2015. Electronic copies of the **PINK** Application Form and this Prospectus can be viewed from the Company’s website at [www.irasia.com/listco/hk/manfield](http://www.irasia.com/listco/hk/manfield) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk).

### **Applications on WHITE or YELLOW Application Forms**

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker’s cashier order attached and marked payable to “Horsford Nominees Limited — Manfield 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:

<b>Tuesday, 17 November 2015</b>	—	<b>9:00 a.m. to 5:00 p.m.</b>
<b>Wednesday, 18 November 2015</b>	—	<b>9:00 a.m. to 5:00 p.m.</b>
<b>Thursday, 19 November 2015</b>	—	<b>9:00 a.m. to 5:00 p.m.</b>
<b>Friday, 20 November 2015</b>	—	<b>9:00 a.m. to 12:00 noon</b>

### **Time for Inputting Electronic Application Instructions**

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

- Tuesday, 17 November 2015 — 9:00 a.m. to 8:30 p.m.<sup>(1)</sup>
- Wednesday, 18 November 2015 — 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>
- Thursday, 19 November 2015 — 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>
- Friday, 20 November 2015 — 8:00 a.m.<sup>(1)</sup> to 12:00 noon

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*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 Tuesday, 17 November 2015 until 12:00 noon on Friday, 20 November 2015 (24 hours daily, except on the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, 20 November 2015 the last application day or such later time as described in “Effect of bad weather on the opening of the application lists” in the Prospectus.

### **Applications on PINK Application Forms**

Your completed **PINK** Application Form, together with a cheque attached and marked payable to “Horsford Nominees Limited — Manfield Public Offer” for the payment must be returned to the Company’s headquarters at Block L, 9th Floor, On Wah Industrial Building, 41-43 Au Pui Wan Street, Fo Tan, Shatin, Hong Kong by 4:00 p.m. on Thursday, 19 November 2015.

The application lists will be open from 11:45 a.m. to 12:00 noon on Friday, 20 November 2015, the last application day or such later time as described in “Effect of bad weather on the opening of the applications lists” in the Prospectus.

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” of the Prospectus for details of the conditions and procedures of the Public Offer and the Employee Preferential Offering.

### **Results of allocations**

The Company expects to announce the fixed 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 the Public Offer Shares and the Employee Reserved Shares on Monday, 30 November 2015 in The Standard (in English) and Hong Kong Economic Times (in Chinese) on the Company’s website at **[www.irasia.com/listco/hk/manfield](http://www.irasia.com/listco/hk/manfield)** 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 and the Employee Preferential Offering 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.irasia.com/listco/hk/manfield](http://www.irasia.com/listco/hk/manfield)** and the Stock Exchange’s website at **[www.hkexnews.hk](http://www.hkexnews.hk)** by no later than 9:00 a.m. on Monday, 30 November 2015;

- from the designated results of allocations website at **www.tricor.com.hk/ipo/result** with a “search by ID” function on a 24-hour basis from 8:00 a.m. on Monday, 30 November 2015 to 12:00 midnight on Friday, 4 December 2015;
- by telephone enquiry line by calling +852 3691 8488 between 9:00 a.m. and 6:00 p.m. from Monday, 30 November 2015 to Thursday, 3 December 2015;
- in the special allocation results booklets which will be available for inspection during opening hours from Monday, 30 November 2015 to Wednesday, 2 December 2015 at all the designated receiving bank branches and sub-branches.

If the Company accepts your offer to purchase (in whole or in part), which it may do by announcing the basis of allocations and/or making available the results of allocations publicly, there will be a binding contract under which you will be required to purchase the Public Offer Shares if the conditions of the Share Offer are satisfied and the Share Offer is not otherwise terminated. Further details are contained in the section headed “Structure and conditions of the Share Offer” of the Prospectus.

The Sponsor for the purposes of the Listing is Altus Capital Limited, with offices located at 21 Wing Wo Street, Central, Hong Kong.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Tuesday, 1 December 2015 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting — Grounds for termination” in the Prospectus has not been exercised. No receipt will be issued for application monies received.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. on Tuesday, 1 December 2015, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, 1 December 2015. The Shares will be traded in board lots of 4,000 Shares. The stock code of the Shares is 1561.

By order of the Board  
**Manfield Chemical Holdings Limited**  
**Yuen Shu Wah**  
*Chairman and Executive Director*

Hong Kong, 17 November 2015

*As at the date of this announcement, the Board comprises Mr. Yuen Shu Wah (Chairman), Mr. Ko Jack Lum (Chief Executive Officer) and Mr. Ng Kai On as executive Directors, Dato' Wong Peng Chong and Mr. Kong Muk Yin as non-executive Directors and Dr. Chui Hong Sheung, JP, Mr. Cheung Chi Wai Vidy and Mr. Yue Kwai Wa Ken as independent non-executive Directors.*