

*Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 27 September 2019 (the “**Prospectus**”) issued by Hong Kong Johnson Holdings Co., Ltd. (the “**Company**”).*

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*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares or other securities of the Company. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares thereby offered.*

*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 or any other jurisdiction where such distribution is prohibited by law). This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investment of any kind. The Offer Shares have not been, and will not be, registered under the applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will not and is not currently intended to be any public offer of the Offer Shares in the United States.*



**Hong Kong Johnson Holdings Co., Ltd.**

**香港莊臣控股有限公司**

*(A company incorporated in the Cayman Islands with limited liability)*

**LISTING ON THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED  
BY WAY OF  
GLOBAL OFFERING**

**Total number of Offer Shares : 125,000,000 Shares**  
**Number of Hong Kong Offer Shares : 12,500,000 Shares (subject to re-allocation)**  
**Number of International Offer Shares : 112,500,000 Shares (subject to re-allocation)**  
**Offer Price : Not more than HK\$1.2 per Offer Share and not less than HK\$1.0 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 and subject to refund)**  
**Nominal value : HK\$0.01 per Share**  
**Stock code : 1955**

**Sole Sponsor**



**Joint Global Coordinators, Joint Lead Managers and Joint Bookrunners**



**Co-lead Manager**



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 to be issued pursuant to the Global Offering. Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 16 October 2019, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Wednesday, 16 October 2019.

The Global Offering comprises the Hong Kong Public Offering of initially 12,500,000 Shares (subject to re-allocation), representing 10% of the Offer Shares available under the Global Offering and the International Offering of initially 112,500,000 Shares (subject to re-allocation), representing 90% of the Offer Shares available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to re-allocation as described in the section headed “Structure and conditions of the Global Offering” in the Prospectus.

In particular, the Joint Global Coordinators (for themselves and on behalf of the Underwriters) may re-allocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with the Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such re-allocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be re-allocated to the Hong Kong Public Offering following such re-allocation shall be not more than double the initial allocation to the Hong Kong Public Offering (i.e. 25,000,000 Offer Shares), and the final Offer Price shall be fixed at low end of the indicated Offer Price range stated in the Prospectus (i.e. HK\$1.0 per Offer Share).

Subject to the granting of the approval for 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 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. Investors should seek the advice of their stockbroker 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\$1.2 per Offer Share and is expected to be not less than HK\$1.0 per Offer Share unless otherwise announced as further explained in the section headed “Structure and Conditions of the Global Offering” in the Prospectus. Applicants for Hong Kong Offer Shares under the Hong Kong Public Offering are required to pay, on application, the maximum Offer Price of HK\$1.2 per Hong Kong Offer Share plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund 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\$1.2 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Global Offering are not fulfilled in accordance with the section headed “Structure and Conditions of the Global Offering” in the Prospectus or if any application is revoked.

The final Offer Price is expected to be determined by agreement between the Company and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently expected to be on or about Thursday, 3 October 2019 (or such later date as may be agreed between the Joint Global Coordinators (for themselves and on behalf of the Underwriters) and the Company, but in any event not later than Wednesday, 9 October 2019). If for any reason the Company and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) are unable to agree on the Offer Price by the Price Determination Date, the Global Offering will not become unconditional and will lapse. In such event, the Company will issue an announcement on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.johnsonholdings.com](http://www.johnsonholdings.com).

**Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Application Forms and the designated website ([www.hkeipo.hk](http://www.hkeipo.hk)) in relation to the HK eIPO White Form.**

Applicants who would like to have the allotted Hong Kong Offer Shares registered 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) under the **HK eIPO White Form** service. Applicants who would like to have the allotted Hong Kong 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.

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

- (i) any of the following offices of the Joint Global Coordinators:

**Southwest Securities (HK) Brokerage Limited**

40/F., Lee Garden One  
33 Hysan Avenue  
Causeway Bay  
Hong Kong

**Huajin Securities (International) Limited**

Suite 1101, 11/F Champion Tower  
3 Garden Road, Central  
Hong Kong

**Elstone Securities Limited**

Suite 1601-04, 16/F  
West Tower, Shun Tak Centre  
168-200 Connaught Road Central  
Hong Kong

- (ii) the office of the Co-lead Manager:

**KGI Capital Asia Limited**

41/F, Central Plaza  
18 Harbour Road, Wanchai  
Hong Kong

(iii) any of the following branches of DBS Bank (HK) Limited:

<b>District</b>	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	Head Office	G/F, The Center, 99 Queen's Road Central, Central
	North Point Branch	G/F, 391 King's Road, North Point
Kowloon	Yaumatei Branch	G/F & 1/F, 131-137 Woo Sung Street, Yau Ma Tei
	Kowloon Bay – SME Banking Centre	Shop 6, G/F, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, 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, who may have such Application Forms and the Prospectus available.

Both 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 – Johnson Holdings 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:

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 opened 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 Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Applicants applying by **HK eIPO White Form** service may submit applications through the **HK eIPO White Form** service at [www.hkeipo.hk](http://www.hkeipo.hk) (24 hours daily, except on the last application day) 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 Hong Kong Offer 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 described in the section headed “How to apply for Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists” in the Prospectus.

Please refer to the sections headed “Structure and conditions of the Global Offering” and “How to apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of Hong Kong Offer Shares on Tuesday, 15 October 2019 on the website of the Company at **www.johnsonholdings.com** and the website of the Stock Exchange at **www.hkexnews.hk**.

The results of allocations in the Hong Kong Public Offering and the Hong Kong identity card/passport/ Hong Kong business registration numbers of successful applicants (where applicable) and the number of Hong Kong Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms, or by giving **electronic application instructions** to HKSCC via CCASS or by applying online through the **HK eIPO White Form** Service Provider under the **HK eIPO White Form** service, will be made available from Tuesday, 15 October 2019 through a variety of channels as described in the section headed “How to apply for Hong Kong Offer Shares – 11. Publication of results” in the Prospectus.

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 at 8:00 a.m. on Wednesday, 16 October 2019 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised.

Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 16 October 2019, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Wednesday, 16 October 2019. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 1955.

By order of the Board  
**Hong Kong Johnson Holdings Co., Ltd.**  
**Xu Jili**  
*Chairman*

Hong Kong, 27 September 2019

*As at the date of this announcement, the executive Directors of the Company are Mr. Cheung Kam Chiu and Mr. Szeto Wing Tak; the non-executive Directors of the Company are Ms. Xu Jili, Ms. Li Yanmei, Mr. Xie Hui, Mr. Ye Ning, Ms. Lee Wing Yee Loretta, Ms. Wong Ling Fong Lisa and Mr. Zhou Wenjie; and the independent non-executive Directors of the Company are Mr. Fan Chiu Tat Martin, Dr. Guan Yuyan, Mr. Hong Kam Le, Mr. Leung Siu Hong and Ms. Ru Tingting.*

*This announcement is available for viewing on the website of the Company at [www.johnsonholdings.com](http://www.johnsonholdings.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).*