

Unless otherwise defined, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 30 December 2016 (the “**Prospectus**”) of LKS Holding Group Limited (the “**Company**”).

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.

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 Placing described below before deciding whether or not to invest in the Placing Shares thereby being offered.

## **LKS Holding Group Limited**

**樂嘉思控股集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

### **LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING**

<b>Number of Placing Shares</b>	<b>:</b>	<b>280,000,000 Shares</b>
<b>Placing Price</b>	<b>:</b>	<b>Not more than HK\$0.30 per Placing Share and expected to be not less than HK\$0.20 per Placing Share (payable in full on application and subject to refund) plus brokerage of 1%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%</b>
<b>Nominal value</b>	<b>:</b>	<b>HK\$0.01 per Share</b>
<b>Stock code</b>	<b>:</b>	<b>8415</b>

**Sponsor**

**FRONTPAGE 富比**

**Frontpage Capital Limited**

**Joint Bookrunners and Joint Lead Managers**

**FRONTPAGE 富比**



Printed copies of the Prospectus as required by the GEM Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32 of the Laws of Hong Kong) are available, for information purposes only, from 10:00 a.m. to 5:00 p.m. (Hong Kong time) during business days from Friday, 30 December 2016 to Friday, 6 January 2017 (both dates inclusive) at the offices of:

- Frontpage Capital Limited at 26th Floor, Siu On Centre, 188 Lockhart Road, Wan Chai, Hong Kong; and
- CNI Securities Group Limited at 10th Floor, Sun's Group Centre, 200 Gloucester Road, Wan Chai, Hong Kong

Pursuant to the Underwriting Agreement, the Company is offering 280,000,000 Placing Shares for subscription by way of Placing at the Placing Price, in aggregate representing 25% of the issued share capital of the Company upon completion of the Placing and Capitalisation Issue (taking no account of any Shares which may be allotted and issued pursuant to the exercise of any option which may be granted under the Share Option Scheme), on and subject to the terms and conditions set out in the Prospectus and the Underwriting Agreement.

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares issued and to be issued as described in the Prospectus and the Underwriting Agreement, including the Placing, the Capitalisation Issue and any Shares which may fall to be issued upon the exercise of any options that may be granted under the Share Option Scheme.

Application for the Placing Shares will only be considered on the basis of the terms and conditions as set out in the Prospectus and the Underwriting Agreement. The Placing is conditional upon the fulfilment of the conditions set forth under the paragraph headed "Conditions of the Placing" in the section headed "Structure and Conditions of the Placing" in the Prospectus. In the event that the conditions of the Placing as mentioned in the Prospectus are not fulfilled or waived pursuant to the terms of the Underwriting Agreement prior to the date specified in the Prospectus, the Placing will lapse and thereafter, all the subscription and purchase monies received will be returned to the placees or the Underwriters without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.ampleconstruction.com.hk](http://www.ampleconstruction.com.hk) on the next business day following the date of such lapse.

Subject to the granting by the Listing Division of the Stock Exchange of the listing of, and permission to deal in, the Shares on GEM as mentioned in the Prospectus, as well as 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 on any 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 for the Shares to be admitted into CCASS.

The Placing Price is expected to be fixed by the Price Determination Agreement between the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently scheduled to be on or around Friday, 6 January 2017. If, for whatever reason, the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters) are unable to reach agreement on the Placing Price on the Price Determination Date, the Placing will not become unconditional and will lapse. In such event, the Company will issue an announcement to be published on the Stock Exchange's website at *www.hkexnews.hk* and the Company's website at *www.ampleconstruction.com.hk*.

The Placing Price will not be more than HK\$0.30 per Placing Share and is expected to be not less than HK\$0.20 per Placing Share. Applicants for the Placing Shares are required to pay, on application, the maximum Placing Price of HK\$0.30 per Placing Share together with a brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Placing Price is less than HK\$0.30.

Share certificate for the Placing Shares will only become valid documents of title when the Placing has become unconditional in all respects and the Underwriting Agreement has not been terminated in accordance with its terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date. No temporary documents of title will be issued by the Company. No receipt will be issued for the subscription monies received in respect of the Placing Shares.

Prospective investors of the Placing Shares should note that the Sponsor and the Joint Lead Managers (for themselves and on behalf of the Underwriters) shall have the absolute right by notice in writing to the Company to terminate the Underwriting Agreement with immediate effect upon the occurrence of any events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be Thursday, 12 January 2017).

The announcement of the final Placing Price and the level of indication of interest in the Placing and the basis of allocation of the Placing Shares are expected to be published on the Stock Exchange's website at *www.hkexnews.hk* and the Company's website at *www.ampleconstruction.com.hk* on or before Wednesday, 11 January 2017.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. (Hong Kong time) on Thursday, 12 January 2017. Shares will be traded in board lot of 10,000 Shares each. The GEM stock code for the Shares is 8415.

By Order of the Board  
**LKS Holding Group Limited**  
**Wong Wan Sze**  
*Chairman*

Hong Kong, 30 December 2016

*As at the date of this announcement, the executive Directors are Mr. Lam Shui Wah and Ms. Wong Wan Sze and the independent non-executive Directors are Mr. Ng Man Wai, Ms. Tsang Ngo Yin and Mr. Wu Wai Ki.*

*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, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or in this announcement misleading.*

*This announcement and a copy of the Prospectus will remain on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and in the case of this announcement, on the "Latest Company Announcements" page 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.ampleconstruction.com.hk](http://www.ampleconstruction.com.hk).*