

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated Monday, 17 February 2014 (the “Prospectus”) issued by Huisheng International Holdings Limited (the “Company”).

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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 for detailed information about the Global Offering 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 or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Offer 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”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.

In connection with the Global Offering, Cinda International Securities Limited, as stabilising manager (the “Stabilising Manager”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after 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 done 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 activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offer. 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, as amended, made under the Securities and Futures Ordinance (Cap. 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 begins on the Listing Date and is expected to expire on the 30th day after the date of closing of the application lists under the Hong Kong Public Offer. After this date, no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Global Coordinator on behalf of the International Underwriters.

HUI SHENG INTERNATIONAL HOLDINGS LIMITED
惠生國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under : 120,000,000 Shares (subject to
the Global Offering the Over-allotment Option)

Number of Hong Kong : 12,000,000 Shares (subject to
Offer Shares adjustment)

Number of International Offer Shares : 108,000,000 Shares comprising
88,000,000 New Shares and
20,000,000 Sale Shares (subject to
adjustment and the Over-allotment
Option)

Offer Price : Not more than HK\$2.05 per Offer
Share and expected to be not less
than HK\$1.45 per Offer Share, plus
brokerage of 1%, SFC transaction
levy of 0.003% and Stock Exchange
trading fee of 0.005% (payable in
full on application in Hong Kong
dollars and subject to refund)

Nominal value : HK\$0.01 per Share

Stock code : 1340

Sponsor



Global Coordinator, Bookrunner and Lead Manager



Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, the Shares in issue and any Shares to be issued pursuant to the Global Offering (including the additional Shares which may be issued pursuant to the exercise of the Over-allotment Option), under the Capitalisation Issue and pursuant to the exercise of the options which may be granted under the Share Option Scheme. Dealings in the Shares on the Main Board are expected to commence at 9:00 a.m. on Friday, 28 February 2014. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.hsihl.com and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offer of initially 12,000,000 Hong Kong Offer Shares (subject to adjustment), representing 10% of the Offer Shares, and the International Offering of initially 108,000,000 International Offer Shares (subject to adjustment and the Over-allotment Option), representing 90% of the Offer Shares. The allocation of the Offer Shares between the Hong Kong Public Offer and the International Offering will be subject to adjustment as described in the section headed "Structure of the Global Offering" in the Prospectus.

Subject to the granting of the approval for 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 such other date as may be determined by HKSCC. Settlement of transaction 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.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Global Coordinator on behalf of the International Underwriters. Pursuant to the Over-allotment Option, the Global Coordinator has the right, exercisable at any time from the Listing Date until 30 days after the last date for the lodging of applications under the Hong Kong Public Offer, to require the Company to allot and issue up to an aggregate of 18,000,000 additional Shares (representing 15% of the Offer Shares initially available under the Global Offering), at the same price per Share under the International Offering to cover over-allocations in the International Offering, if any.

The Offer Price will not be more than HK\$2.05 per Offer Share and is currently expected to be not less than HK\$1.45 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$2.05 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$2.05 per Offer Share.

Applications for the Hong Kong 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 allocated Hong Kong Offer Shares issued 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 under the **HK eIPO White Form** service. Applicants who would like to have the allocated Hong Kong Offer Shares issued 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 from 9:00 a.m. on Monday, 17 February 2014, until 12:00 noon on Friday, 21 February 2014 from:

(i) the following addresses of the Hong Kong Underwriters:

Cinda International Securities Limited

45th Floor, COSCO Tower
183 Queen's Road Central
Hong Kong

Guosen Securities (HK) Capital Company Limited

Unit 1604-6, Infinitus Plaza
199 Des Voeux Road Central
Hong Kong

Convoy Investment Services Limited

Room C, 24/F, CONVOY
169 Electric Road, North Point
Hong Kong

Guotai Junan Securities (Hong Kong) Limited

27th Floor, Low Block
Grand Millennium Plaza
181 Queen's Road Central
Hong Kong

South China Securities Limited

28/F., Bank of China Tower
1 Garden Road, Central
Hong Kong

VC Brokerage Limited

28/F., The Centrium
60 Wyndham Street
Central, Hong Kong

(ii) any of the following branches of **The Bank of East Asia, Limited**:

	Branch	Address
Hong Kong Island	Main Branch	10 Des Voeux Road Central, Hong Kong
	Wanchai Branch	Shop A–C, G/F, Easey Commercial Building, 253–261 Hennessy Road, Wanchai
	Shauiwan Branch	G/F, Ka Fook Building, 289–293 Shau Kei Wan Road
	Taikoo Shing Branch Queen’s Road East Branch	Shop G1010–1011, Yiu Sing Mansion Ground Floor Shop B & C, 228 Queen’s Road East, Wanchai
Kowloon	Mongkok Branch	638–640 Nathan Road
	Waterloo Road Branch	Shop A, G/F, Richland House, 77B & 77C Waterloo Road
	Kwun Tong Branch	7 Hong Ning Road
	East Tsim Sha Tsui Branch	Shop G3–G5, G/F, East Ocean Centre, 98 Granville Road, Tsim Sha Tsui
	Mei Foo Sun Chuen Branch	Shop N57, G/F, Mount Sterling Mall
New Territories	Tai Wai Branch	16–18 Tai Wai Road, Cheung Fung Mansion, Shatin
	Tai Po Branch	62–66 Po Heung Street, Tai Po Market
	Yuen Long Branch	77 Castle Peak Road
	Park Central Branch	Shop G6, G/F, Park Central, 9 Tong Tak Street, Tseung Kwan O
	Ha Kwai Chung Branch	202 Hing Fong Road

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Monday, 17 February 2014 until 12:00 noon on Friday, 21 February 2014 from the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

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 “The Bank of East Asia (Nominees) Limited — Huisheng International Public Offer” attached should be deposited in the special collection boxes provided at any of the branches of The Bank of East Asia, Limited referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying by **HK eIPO White Form** may submit applications through the **HK eIPO White Form** service at www.hkeipo.hk from 9:00 a.m. on Monday, 17 February 2014 until 11:30 a.m. on Friday, 21 February 2014 or such later time as described in the section headed “How to apply for the 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 may input **electronic application instructions** from 9:00 a.m. on Monday, 17 February 2014 until 12:00 noon on Friday, 21 February 2014 or such later time as described in the section headed “How to apply for the 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 of the Global Offering” and “How to Apply for the Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer.

The Company expects to publish the announcement on the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offer and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offer (i) in *The Standard* (in English); (ii) in *Hong Kong Economic Journal* (in Chinese); (iii) on the website of the Stock Exchange (www.hkexnews.hk); and (iv) on our website (www.hsihl.com) on or before Thursday, 27 February 2014. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offer will be available through a variety of channels from Thursday, 27 February 2014 as described in the section headed “How to apply for the Hong Kong Offer Shares — 11. Publication of results” in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Friday, 28 February 2014 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. No receipt will be issued for application monies received. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 28 February 2014. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 1340.

By order of the Board
Huisheng International Holdings Limited
Ding Biyan
Chairman

Hong Kong, 17 February 2014

As at the date of this announcement, the Board comprises Mr. Ding Biyan, Mr. Yu Jishi, Mr. Ding Jingxi and Mr. Zhou Shigang as executive Directors; Mr. Zhang Zhizhong as non-executive Director; and Mr. Ma Yiu Ho, Peter, Mr. Deng Jinping and Mr. Liao Xiujian as independent non-executive Directors.

*Please also refer to the published version of this announcement in *The Standard* (in English) and *Hong Kong Economic Journal* (in Chinese).*