

*Unless otherwise defined, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus (the “**Prospectus**”) of TBK & Sons Holdings Limited (the “**Company**”) dated 16 September 2019.*

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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 securities. Potential investors should read the Prospectus carefully for detailed information about the Company and the Share Offer described in this announcement before deciding whether or not to invest in the Offer Shares thereby being offered.

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TBK & Sons Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Number of Offer Shares : 250,000,000 Shares
Number of Public Offer Shares : 25,000,000 Shares (subject to re-allocation)
Number of Placing Shares : 225,000,000 Shares (subject to re-allocation)
Offer Price : Not more than HK\$0.60 per Offer Share and expected to be not less than HK\$0.50 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 in Hong Kong dollars subject to refund without interest)
Nominal Value : HK\$0.01 per Share
Stock code : 1960

Sole Sponsor



紅日資本有限公司
RED SUN CAPITAL LIMITED

Joint Bookrunners and Joint Lead Managers



馬有成投資有限公司
Excellent Success Investments Limited



Lego Securities Limited
力高證券有限公司



紅日資本有限公司
RED SUN CAPITAL LIMITED



山證國際
SHAN ZHENG SECURITIES INTERNATIONAL

Application has been made by the Company 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; (ii) the Share Offer; and (iii) the exercise of the options which may be granted under the Share Option Scheme). Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Monday, 30 September 2019, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Monday, 30 September 2019.

The Share Offer comprises the Public Offer of 25,000,000 Public Offer Shares (subject to reallocation), representing 10% of the Offer Shares, and the Placing of 225,000,000 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 reallocation as described in “Structure and Conditions of the Share Offer” in the Prospectus. In particular, the Joint Bookrunners (for themselves and on behalf of the Underwriters) may reallocate between the Placing and the Public Offer. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done otherwise than pursuant to Practice Note 18 of the Listing Rules, the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.50 per Offer Share) as stated in the Prospectus, and the total number of Offer Shares available under the Public Offer following such

reallocation shall not be more than double the initial number of Public Offer Shares, i.e. 50,000,000 Shares (representing 20% of the total number of Offer Shares available under the Share Offer).

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 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 expected to be determined by agreement between the Company and the Joint Bookrunners (acting for themselves and on behalf of the Underwriters) on or about Friday, 20 September 2019. The Offer Price will not be more than HK\$0.60 per Offer Share and is expected to be not less than HK\$0.50 per Offer Share, unless otherwise announced. Applicants for the Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.60 per Share together with brokerage of 1%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%. If the Offer Price as finally determined is less than HK\$0.60 per Offer Share, appropriate refund payments (including the brokerage, SFC transaction levy and the Stock Exchange trading fee attributable to the surplus application monies) will be made to successful applicants without interest. If, for any reason, the Joint Bookrunners (acting for themselves and on behalf of the Underwriters) and the Company are unable to reach an agreement on the Offer Price on or before Friday, 20 September 2019, the Share Offer will not become unconditional and will lapse. Notice of the lapse of the Public Offer will cause to be published by the Company on the Stock Exchange's website at www.hkexnews.hk and on the Company's website at www.tbkssb.com.my on the next day following such lapse.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than HK\$0.60 per Offer Share, appropriate refund monies (including the brokerage, SFC transaction levy and Stock Exchange trading fee attributable to the surplus application monies) will be made to successful applicants without interest. Further details are set out in "How to Apply for the Public Offer Shares — 13. Refund of Application Monies" in the Prospectus.

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 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 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.

WHERE TO COLLECT THE PROSPECTUS AND APPLICATION FORMS

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Monday, 16 September 2019 to 12:00 noon on Thursday, 19 September 2019 from:

1. the following addresses of the Public Offer Underwriters:

Excellent Success Investments Limited

22/F., China Overseas Building
139 Hennessy Road
Wan Chai
Hong Kong

Lego Securities Limited

Room 301, 3/F, China Building
29 Queen's Road Central
Hong Kong

Red Sun Capital Limited

Room 3303, 33/F
West Tower, Shun Tak Centre
168–200 Connaught Road Central
Hong Kong

Shanxi Securities International Limited

Unit A, 29th Floor
Tower 1, Admiralty Centre
18 Harcourt Road
Admiralty
Hong Kong

2. any of the following branches of Industrial and Commercial Bank of China (Asia) Limited:

District	Branch	Address
Hong Kong Island	Sheung Wan Branch	Shop F, G/F, Kai Tak Commercial Building, 317–319 Des Voeux Road Central, Sheung Wan, Hong Kong
Kowloon	Tsim Sha Tsui Branch	Shop 1&2, G/F, No. 35–37 Hankow Road, Tsimshatsui, Kowloon
New Territories	Sha Tsui Road Branch	Shop 4, G/F, Chung On Building, 297–313 Sha Tsui Road, Tsuen Wan, New Territories

You can collect a **YELLOW** Application Form and a Prospectus during normal business hours from 9:00 a.m. on Monday, 16 September 2019 to 12:00 noon on Thursday, 19 September 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 **YELLOW** Application Form and Prospectus available.

TIME FOR LODGING APPLICATION FORMS

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "ICBC (Asia) Nominee Limited — TBK & Sons 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:

Monday, 16 September 2019 — 9:00 a.m. to 5:00 p.m.
Tuesday, 17 September 2019 — 9:00 a.m. to 5:00 p.m.
Wednesday, 18 September 2019 — 9:00 a.m. to 5:00 p.m.
Thursday, 19 September 2019 — 9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Thursday, 19 September 2019. The application lists will be open from 11:45 a.m. to 12:00 noon on the same date, the last application day or such later time as described in "How to apply for the Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Applications Lists" in the Prospectus.

Applicants applying through **HK eIPO White Form** service may submit applications through the **HK eIPO White Form** Service Provider at www.hkeipo.hk from 9:00 a.m. on Monday, 16 September 2019 until 11:30 a.m. on Thursday, 19 September 2019 or such later time as described in “How to Apply for the Public 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 Clearing/Custodian Participants can input **electronic application instructions** at the following times⁽¹⁾ on the following dates:

Monday, 16 September 2019 — 9:00 a.m. to 8:30 p.m.
Tuesday, 17 September 2019 — 8:00 a.m. to 8:30 p.m.
Wednesday, 18 September 2019 — 8:00 a.m. to 8:30 p.m.
Thursday, 19 September 2019 — 8:00 a.m. to 12:00 noon

Note:

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 16 September 2019 until 12:00 noon on Thursday, 19 September 2019 (24 hours daily, except on Thursday, 19 September 2019, the last application day). The latest time for inputting **electronic application instructions** will be 12:00 noon, Thursday, 19 September 2019, the last application day or such later time as described in “How to apply for the Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

Please refer to “Structure and Conditions of the Share Offer” and “How to apply for the Public Offer Shares” in the Prospectus for details of the conditions and procedures of the Share Offer.

PUBLICATION OF RESULTS

The Company expects to announce the final Offer Price, the indication of the level of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Friday, 27 September 2019, (i) on the Company’s website at www.tbkssb.com.my; and (ii) on the website of the Stock Exchange at www.hkexnews.hk.

The results of allocations of the Public Offer Shares and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants and the number of the Public Offer Shares successfully applied for under the Public Offer, will be made available in the manner as described in “How to apply for the Public Offer Shares — 11. Publication of results” in the Prospectus on Friday, 27 September 2019.

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. (Hong Kong time) on Monday, 30 September 2019 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. (Hong Kong time) on Monday, 30 September 2019, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. (Hong Kong time) on Monday, 30 September 2019. The Shares will be traded in board lots of 5,000 Shares. The stock code of the Shares is 1960.

By order of the Board
TBK & Sons Holdings Limited
Tan Hun Tiong
Chairman

Hong Kong, 16 September, 2019

As at the date of this announcement, the executive Directors are Mr. Tan Hun Tiong and Mr. Tan Han Peng; the non-executive Director is Ms. Chooi Pey Nee; and the independent non-executive Directors are Mr. Tan Chade Phang, Mr. Ng Chiou Gee Willy and Mr. Chu Hoe Tin.