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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 BOSA Technology Holdings Limited (the “Company”). Potential investors should read the prospectus dated June 28, 2018 (the “Prospectus”) issued by the Company for detailed information about the Share Offer 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 Offer Shares 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 Offer Shares in the United States.

Potential investors of the Offer Shares should note that the Joint Bookrunners are entitled, for itself and on behalf of the Underwriters, to terminate their obligations under the Underwriting Agreements 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” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

In connection with the Share Offer, our Company intended to grant to the Joint Bookrunners (for themselves and on behalf of the Underwriters) the Offer Size Adjustment Option to cover over-allocations under the Placing (if any). Pursuant to the Offer Size Adjustment Option, our Company may be required to allot and issue, at the final Offer Price, up to an aggregate of 30,000,000 additional new Shares, representing 15% of the Offer Shares initially available under the Share Offer. The Offer Size Adjustment Option can only be exercised by the Joint Bookrunners (for themselves and on behalf of the Underwriters) prior to the Listing Date; otherwise it will lapse.

The Shares to be issued pursuant to the exercise of the Offer Size Adjustment Option will not be used for price stabilization purpose and are not subject to the Securities and Futures (Price Stabilising) Rules of the SFO (Chapter 571W of the Laws of Hong Kong).

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.

BOSA TECHNOLOGY HOLDINGS LIMITED

人和科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

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

Number of Offer Shares	:	200,000,000 Shares (subject to the Offer Size Adjustment Option)
Number of Public Offer Shares	:	20,000,000 Shares (subject to reallocation)
Number of Placing Shares	:	180,000,000 Shares (subject to reallocation and the Offer Size Adjustment Option)
Offer Price	:	Not more than HK\$0.40 per Offer Share and expected to be not less than HK\$0.30 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 and subject to refund)
Nominal value	:	HK\$0.0001 per Share
Stock code	:	8140

Sole Sponsor

SUNWAH KINGSWAY
新華滙富

Kingsway Capital Limited

Joint Bookrunners

SUNWAH KINGSWAY
新華滙富

Kingsway Financial Services Group Limited



Sorrento Securities Limited

Joint Lead Managers

SUNWAH KINGSWAY
新華滙富

**Kingsway Financial Services
Group Limited**



Sorrento Securities Limited



**Global Mastermind
Securities Limited**

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 Share Offer, the Capitalisation Issue and the Shares which may be issued pursuant to the Offer Size Adjustment Option and exercise of the options that may be granted under the Share Option Scheme.

The Share Offer comprises the Public Offer of initially 20,000,000 Offer Shares (subject to reallocation), representing 10% of the total number of Shares initially available under the Share Offer, and the Placing of initially 180,000,000 Offer Shares (subject to reallocation and Offer Size Adjustment Option), representing 90% of the total number of Offer Shares initially available under the Share Offer. The allocation of Offer Shares between the Public Offer and the Placing is subject to reallocation as described in the “Structure and Conditions of the Share Offer — The Public Offer — Reallocation” in the Prospectus.

Where (i) the Placing Shares are fully subscribed or oversubscribed and the Public Offer Shares are fully subscribed or oversubscribed by less than 15 times or (ii) the Placing Shares are undersubscribed and the Public Offer Shares are oversubscribed irrespective of the number of times, up to 20,000,000 Offer Shares may be reallocated to the Public Offer from the Placing, so that the total number of the Offer Shares available under the Public Offer will be increased to 40,000,000 Offer Shares, representing approximately 20% of the number of the Offer Shares initially available under the Share Offer. For further details of the reallocation of the Offer Shares between the Public Offer and the Placing, please refer to the section headed “Structure and Conditions of the Share Offer” in the Prospectus. The allotment results announcement will be published on the website of the Stock Exchange at www.hkexnews.hk and the Company’s website at www.bosa-tech.com.

In connection with the Share Offer, our Company intended to grant to the Joint Bookrunners (for themselves and on behalf of the Underwriters) the Offer Size Adjustment Option to cover over-allocations under the Placing (if any). Pursuant to the Offer Size Adjustment Option, our Company may be required to allot and issue, at the final Offer Price, up to an aggregate of 30,000,000 additional new Shares, representing 15% of the Offer Shares initially available under the Share Offer. The Offer Size Adjustment Option can only be exercised by the Joint Bookrunners (for themselves and on behalf of the Underwriters) prior to the Listing Date; otherwise it will lapse.

The Shares to be issued pursuant to the exercise of the Offer Size Adjustment Option will not be used for price stabilization purpose and are not subject to the Securities and Futures (Price Stabilising) Rules of the SFO (Chapter 571W of the Laws of Hong Kong).

If the Offer Size Adjustment Option is exercised in full, the additional Offer Shares will represent approximately 3.6% of the enlarged issued share capital of our Company in issue following completion of the Capitalisation Issue, the Share Offer and the exercise of the Offer Size Adjustment Option but without taking into account any Shares which may be issued upon the exercise of any options that may be granted under the Share Option Scheme.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the GEM 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.

The Offer Price will not be more than HK\$0.40 per Offer Share and is expected to be not less than HK\$0.30 per Offer Share, unless otherwise announced. Applicants for the Public Offer Shares are required to pay in full, on application, the maximum Offer Price of HK\$0.40 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 the maximum Offer Price of HK\$0.40 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Public Offer are not fulfilled in accordance with the section headed “Structure and Conditions of the Share Offer — Conditions of the Share Offer” in the Prospectus, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared. Further details are set out in the section headed “How to Apply for Public Offer Shares — 13. Refund of Application Monies” in the Prospectus.

The final Offer Price is expected to be determined by agreement between the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently expected to be on or about Thursday, July 5, 2018 or such later date as the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) may agree. If, for any reason, the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) are unable to agree on the Offer Price on Friday, July 6, 2018 or such later date as the Company and the Joint Bookrunner (for themselves and on behalf of the Underwriters) may agree, or the Placing Underwriting Agreement is not signed, the Share Offer 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 and the Company’s website at www.bosa-tech.com.

Application for the Public 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) for the HK eIPO White Form.

Prospective investors of the Offer Shares should note that the Joint Bookrunners (for themselves and on behalf of the Underwriters) are entitled to terminate the Underwriting Agreements by giving a notice in writing to our Company upon the occurrence of any of the events set out under the section headed “Underwriting – Underwriting arrangements and expenses — The Public Offer — Grounds for termination” of the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. Should the Joint Bookrunners (for themselves and on behalf of the Underwriters) terminate the Underwriting Agreements, the Share Offer will not proceed and will lapse. If, for any reason, the final Offer Price is not agreed by our Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters), the Share Offer will not become unconditional and will lapse immediately.

Applicants who wish to be allotted the Public Offer Shares in their own names should (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 wish to have the Public Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their or a designed CCASS Investor Participant's stock account or stock accounts of their designated CCASS Participants maintained in CCASS should (i) complete and sign the **YELLOW** Application Form, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from between 9:00 a.m. on Thursday, June 28, 2018 until 12:00 noon on Wednesday, July 4, 2018 from:

1. Kingsway Financial Services Group Limited, 7/F, Tower One, Lippo Centre, 89 Queensway, Hong Kong; or
2. Sorrento Securities Limited, 11/F The Wellington, 198 Wellington Street, Central, Hong Kong; or
3. Global Mastermind Securities Limited, 25/F, Nam Wo Hong Building, 148 Wing Lok Street, Sheung Wan, Hong Kong.
4. Any of the following branches of Industrial and Commercial Bank of China (Asia) Limited:

District	Branch Name	Address
Hong Kong Island	Siu Sai Wan Branch	Shop Nos 17–19, Ground Floor, Harmony Garden, No. 9 Siu Sai Wan Road, Hong Kong
Kowloon	Wong Tai Sin Branch	Shop 128, Level One, Wong Tai Sin Plaza, 103 Ching Tak Street, Wong Tai Sin, Kowloon
New Territories	Tai Po Branch	Shop F, G/F, Mee Fat Building, No. 34–38 Tai Wing Lane, Tai Po, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 28, 2018 until 12:00 noon on Wednesday, July 4, 2018 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 the **YELLOW** Application Forms and the copies of the Prospectus available.

Applicants applying by **HK eIPO White Form** may submit application to the **HK eIPO White Form** Service Provider through the designated website www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Thursday, June 28, 2018 until 11:30 a.m. on Wednesday, July 4, 2018 or such later date as described in “How to Apply for Public Offer Shares — 10. Effect of bad weather on the opening of the application lists” in the Prospectus.

The 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 — Bosa Technology Holdings Public Offer” for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above, at the following times:

Thursday, June 28, 2018	—	9:00 a.m. to 5:00 p.m.
Friday, June 29, 2018	—	9:00 a.m. to 5:00 p.m.
Saturday, June 30, 2018	—	9:00 a.m. to 1:00 p.m.
Tuesday, July 3, 2018	—	9:00 a.m. to 5:00 p.m.
Wednesday, July 4, 2018	—	9:00 a.m. to 12:00 noon

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

Thursday, June 28, 2018	—	9:00 a.m. to 8:30 p.m.	<i>(Note 1)</i>
Friday, June 29, 2018	—	8:00 a.m. to 8:30 p.m.	<i>(Note 1)</i>
Tuesday, July 3, 2018	—	8:00 a.m. to 8:30 p.m.	<i>(Note 1)</i>
Wednesday, July 4, 2018	—	8:00 a.m.	<i>(Note 1)</i> 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.

CCASS Investor Participants can input electronic application instructions from 9:00 a.m., Thursday, June 28, 2018 until 12:00 noon, Wednesday, July 4, 2018 (24 hours daily, except on the last application day). The latest time for inputting your electronic application instructions will be 12:00 noon, Wednesday, July 4, 2018, the last application day or such later time as described in “How to Apply for Public 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 Share Offer” and “How to Apply for Public Offer Shares” in the Prospectus for details of the conditions and procedures of the Public Offer.

The Company expects to announce the final Offer Price, the indications of interest in the Placing, the results of applications in the Public Offer and the basis of allotment of the Public Offer Shares under the Public Offer on Wednesday, July 11, 2018 on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.bosa-tech.com.

The results of allocations of the Public Offer Shares, with the successful applicant's identification document numbers if applicable, under the Public Offer will be made available through a variety of channels from Wednesday, July 11, 2018 in the manner described in the paragraph headed "How to Apply for Public Offer Shares — 11. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title of the Shares. No receipt will be issued for the sum paid on application.

If, for any reason, the Offer Price is not agreed between the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) on Friday, July 6, 2018, the Share Offer will not become unconditional and will lapse.

Share certificates will only become valid documents of title provided that the Share Offer becomes unconditional and the right of termination described in the section "Underwriting — Underwriting arrangements and expenses — The Public Offer — Grounds for termination" in the Prospectus has not been exercised at or before 8:00 a.m. in Hong Kong on Thursday, July 12, 2018. Investors who trade Shares on the basis of publicly available allocation details before the receipt of share certificates or before the share certificates become valid certificates do so entirely at their own risk.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, July 12, 2018. The Shares will be traded in board lots of 10,000 Shares each. The stock code of the Shares is 8140.

By order of the board of directors of
BOSA Technology Holdings Limited
Kwan Tek Sian
Chairman

Hong Kong, June 28, 2018

As at the date of this announcement, the executive Directors are Mr. Lim Su I and Mr. Paulino Lim; the non-executive Director is Mr. Kwan Tek Sian; and the independent non-executive Directors are Mr. Chan Chi Keung, Alan, Ms. Chu Wei Ning and Mr. Ng Ming Hon.

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 in this announcement misleading.

This announcement and a copy of the Prospectus will remain on the Stock Exchange website at www.hkexnews.hk and in the case of this announcement, on the "Latest Company Announcements" page for at least seven days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company's website.