Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated Thursday, 31 October 2019 (the "**Prospectus**") issued by 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 of the Company. This announcement does not constitute a prospectus. Prospective investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the 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 Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time. 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. The Offer Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.

Prospective investors of the Offer Shares should note that the Sponsor, the Sole Global Coordinator, the Joint Bookrunners and the Joint Lead Managers (for themselves and on behalf of the Underwriters) are entitled to terminate their obligations under the Underwriting Agreements when the Sponsor and/or the Sole Global Coordinator (for itself and on behalf of the Underwriters) give notice in writing to our Company upon the occurrence of any of the events stated in the paragraph headed "Grounds for termination" under the section headed "Underwriting" of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

In connection with the Global Offering, Crosby, as the Stabilising Manager, its affiliates or any person acting for it, on behalf of the Underwriters, may, to the extent permitted by applicable laws of Hong Kong or elsewhere, over-allocate or effect transactions with a view of stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period beginning on the Listing Date and expected to end on Friday, 6 December 2019, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for them to conduct such stabilising action. Such stabilisation, if commenced, will be conducted 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 Friday, 6 December 2019, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. Such stabilisation action may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Chapter 571W of the Laws of Hong Kong).

No such stabilising action can be taken to support the price of the Shares for longer than the stabilisation period which is expected to begin on the Listing Date and to expire on Friday, 6 December 2019, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, and demand for the Shares, and therefore the trading price of the Shares, could fall.



利華控股集團

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares: 172,800,000 Shares comprising 160,000,000

New Shares and 12,800,000 Sale Shares

(subject to the Over-Allotment Option)

Number of International Placing Shares : 155,520,000 Shares (subject to the Over-

Allotment Option and reallocation)

Number of Hong Kong Offer Shares : 17,280,000 Shares (subject to reallocation)

Offer Price: Not more than HK\$1.05 per Offer Share

and expected to be not less than HK\$0.85 per Offer Share (payable in full on application in Hong Kong dollars, subject to refund and plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock

Exchange trading fee of 0.005%)

Nominal Value : HK\$0.01 each

Stock Code: 1346

Sponsor

ALTUS CAPITAL LIMITED

Sole Global Coordinator, Joint Bookrunner and Joint Lead Manager

CROSBY

Joint Bookrunners and Joint Lead Managers







THE GLOBAL OFFERING

Application has been made by the Company to the Listing Committee of the Stock Exchange 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 Global Offering (including any Shares which may be issued pursuant to any exercise of Over-Allotment Option); and (iii) any exercise of the options which may be granted under the Share Option Scheme. Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 13 November 2019, dealings in the Offer Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 13 November 2019. In the event the Over-Allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.leverstyle.com and the Stock Exchange's website at <a href="https://www.leverstyl

The Global Offering comprises the (i) Hong Kong Public Offering of initially 17,280,000 Shares, representing 10% of the total number of Offer Shares (subject to reallocation); and (ii) International Placing of initially 155,520,000 Shares, representing 90% of the total number of Offer Shares (subject to the Over-Allotment Option and reallocation). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Placing is subject to reallocation as described in the paragraph headed "The Hong Kong Public Offering" under the section headed "Structure and conditions of the Global Offering" of the Prospectus.

In particular, the Sole Global Coordinator may reallocate Offer Shares from the International Placing to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with the Stock Exchange's Guidance Letter HKEX-GL91-18, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering following such reallocation shall not be more than double of the number of Offer Shares initially allocated to the Hong Kong Public Offering (i.e. 34,560,000 Offer Shares) and the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.85 per Offer Share) stated in the Prospectus.

In connection with the Global Offering and pursuant to the International Placing Agreement, the Company is expected to grant an Over-Allotment Option to the International Underwriters exercisable at the sole discretion of the Sole Global Coordinator (for itself and on behalf of the International Underwriters) at any time within 30 days from the last day of lodging applications under the Hong Kong Public Offering, after which the Over-Allotment Option will lapse. Pursuant to the Over-Allotment Option, the Company will be required to allot and issue up to 25,920,000 additional Shares, representing 15% of the number of the Offer Shares initially available under the Global Offering, at the Offer Price to cover over-allocations in the International Placing, if any.

Prospective investors should be aware that no stabilising action can be taken to support the price of the shares for longer than the stabilising period which will begin on the Listing Date and is expected to expire on Friday, 6 December 2019, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, when no further action maybe taken to support the price of the Shares, demand for the Shares, and therefore the price of the Shares, could fall.

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 Listing Date or such other date as 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 will not be more than HK\$1.05 per Offer Share and is currently expected to be not less than HK\$0.85 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\$1.05 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$1.05 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, the Application Forms and the designated website (www.hkeipo.hk) for the HK eIPO White Form service.

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 at www.hkeipo.hk. 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 Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 31 October 2019, until 12:00 noon on Wednesday, 6 November 2019 (or such later date and time as described in the paragraph headed "10. Effect of bad weather and/or extreme conditions on the opening of the applications lists" under the section headed "How to apply for the Hong Kong Offer Shares" of the Prospectus) at:

(i) any of the following offices of the Joint Lead Managers:

Crosby Securities Limited 5th Floor, Capital Centre

151 Gloucester Road Wanchai, Hong Kong

China Tonghai Securities Limited 18th-19th Floor, China Building

29 Queen's Road Central

Hong Kong

Shanxi Securities International Limited Unit A, 29th Floor

Admiralty Centre Tower 1

18 Harcourt Road Admiralty, Hong Kong

CMBC Securities Company Limited 45th Floor, One Exchange Square

8 Connaught Place Central, Hong Kong (ii) any of the following branches of the Bank of China (Hong Kong) Limited, the receiving bank for the Hong Kong Public Offering:

	Branch	Address
Hong Kong Island	409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai, Hong Kong
Kowloon	Prince Edward Road West (Mong Kok) Branch	116-118 Prince Edward Road West, Mong Kok, Kowloon
New Territories	Tseung Kwan O Plaza Branch	Shop 112-125, Level 1, Tseung Kwan O Plaza, Tseung Kwan O, New Territories
	City One Sha Tin Branch	Shop Nos.24-25, G/F, Fortune City One Plus, No.2 Ngan Shing Street, Sha Tin, 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, 31 October 2019 until 12:00 noon on Wednesday, 6 November 2019 at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such **YELLOW** Application Forms and the Prospectus available.

The WHITE or YELLOW Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED – LEVER STYLE PUBLIC OFFER" for the payment attached and marked should be securely stapled and deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following dates and times:

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Thursday, 31 October 2019 - 9:00 a.m. to 5:00 p.m.
Friday, 1 November 2019 - 9:00 a.m. to 5:00 p.m.
Saturday, 2 November 2019 - 9:00 a.m. to 1:00 p.m.
Monday, 4 November 2019 - 9:00 a.m. to 5:00 p.m.
Tuesday, 5 November 2019 - 9:00 a.m. to 5:00 p.m.
Wednesday, 6 November 2019 - 9:00 a.m. to 12:00 noon
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The latest time for lodging your application is 12:00 noon on Wednesday, 6 November 2019 or such later time as described in the paragraph headed "10. Effect of bad weather and/or extreme conditions on the opening of the applications lists" under the section headed "How to apply for the Hong Kong Offer Shares" of the Prospectus.

Applicants applying by **HK eIPO White Form** may submit applications through the **HK eIPO White Form** service at <u>www.hkeipo.hk</u> (24 hours daily, except on the last application day) from 9:00 a.m. on Thursday, 31 October 2019 until 11:30 a.m. on Wednesday, 6 November 2019 or such later time as described in the paragraph headed "10. Effect of bad weather and/or extreme conditions on the opening of the application lists" under the section headed "How to apply for the Hong Kong Offer Shares" of the Prospectus.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates (Note 1):

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Thursday, 31 October 2019 - 9:00 a.m. to 8:30 p.m.
Friday, 1 November 2019 - 8:00 a.m. to 8:30 p.m.
Saturday, 2 November 2019 - 8:00 a.m. to 1:00 p.m.
Monday, 4 November 2019 - 8:00 a.m. to 8:30 p.m.
Tuesday, 5 November 2019 - 8:00 a.m. to 8:30 p.m.
Wednesday, 6 November 2019 - 8:00 a.m. to 12:00 noon
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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 Thursday, 31 October 2019 until 12:00 noon on Wednesday, 6 November 2019 or such later time as described in the paragraph headed "10. Effect of bad weather and/or extreme conditions on the opening of the application lists" under the section headed "How to apply for the Hong Kong Offer Shares" of the Prospectus.

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

The Company expects to publish the announcement on the final Offer Price, the level of indication of interest in the International Placing, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Tuesday, 12 November 2019 (i) on the Stock Exchange's website (www.hkexnews.hk); and (ii) on the Company's website (www.leverstyle.com). The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Tuesday, 12 November 2019 as described in the paragraph headed "11. Publication of results" under the section headed "How to apply for the Hong Kong Offer Shares" of the Prospectus.

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\$1.05 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the section headed "Structure and conditions of the Global Offering" of the Prospectus or if any application is revoked, 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.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Wednesday, 13 November 2019 provided that the Global Offering has become unconditional in all respects and the right of termination described under the section headed "Underwriting" of the Prospectus has not been exercised. No receipt will be issued for sums paid on application. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 13 November 2019. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares is 1346.

On behalf of the Board
Lever Style Corporation
Szeto Chi Yan Stanley
Chairman and Executive Director

Hong Kong, Thursday, 31 October 2019

As at the date of this announcement, the Board comprises (i) Mr. Szeto Chi Yan Stanley (Chairman), Dr. Chan Yuk Mau Eddie and Mr. Lee Yiu Ming as the executive Directors; (ii) Mr. Kim William Pak as the non-executive Director; and (iii) Mr. See Tak Wah, Mr. Auyang Pak Hong Bernard and Mr. Lee Shing Tung Tommy as the independent non-executive Directors.