

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same respective meanings as those defined in the prospectus dated 30 September 2020 (the “**Prospectus**”) issued by Landrich Holding Limited (the “**Company**”).*

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**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 the Shares or other securities of the Company. Potential investors should read the Prospectus 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. Any investment decision in relation to the Share Offer should be taken solely in reliance on the information provided in the Prospectus.

Nothing in this announcement or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Public Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful.

*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 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 “**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.*

Potential investors of the Offer Shares should note that the Joint Lead Managers are entitled (for themselves 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 section headed “Underwriting – Underwriting arrangements and expenses – The Public Offer – Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

LANDRICH HOLDING LIMITED

譽樂豐控股有限公司

(Incorporated in the Cayman Islands with limited liability)

SHARE OFFER

Number of Offer Shares	:	400,000,000 Shares (comprising 320,000,000 new Shares and 80,000,000 Sale Shares)
Number of Public Offer Shares	:	40,000,000 Shares (subject to reallocation)
Number of Placing Shares	:	360,000,000 Shares, comprising 280,000,000 new Shares and 80,000,000 Sale Shares (subject to reallocation)
Maximum Offer Price	:	HK\$0.34 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\$0.01 per Share
Stock code	:	2132

Sponsor

FRONTPAGE 富比

Frontpage Capital Limited

Joint Bookrunners



Joint Lead Managers



Application has been made by the Company to 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 pursuant to the Share Offer and the Capitalisation Issue and any Shares which may fall to be issued upon the exercise of any options which may be granted under the Share Option Scheme.

The Offer Price will be not more than HK\$0.34 per Offer Share and is expected to be not less than HK\$0.325 per Offer Share. Applicants for Public Offer Shares under the Public Offer are required to pay, on application, the maximum Offer Price of HK\$0.34 per Share (plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% for each Public Offer Share), subject to refund, without interest, if the Offer Price as finally determined is less than HK\$0.34 per Offer Share unless otherwise announced.

The Share Offer comprises the Public Offer of initially 40,000,000 Public Offer Shares (subject to reallocation), representing 10% of the total number of Offer Shares made available under the Share Offer, and the Placing of initially 360,000,000 Placing Shares (subject to reallocation), representing 90% of the total number of Offer Shares made available under the Share Offer.

The allocation of the Offer Shares between the Public Offer and the Placing will be subject to adjustment as described in the section headed “Structure and Conditions of the Share Offer” in the Prospectus. In particular, the Joint Lead Managers (for themselves and on behalf of the Underwriters) may reallocate the Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is conducted other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 80,000,000 Offer Shares).

If the Stock Exchange grants the approval for the listing of, and permission to deal in, the Shares on the Stock Exchange and the Company complies 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 (i.e. Tuesday, 20 October 2020) on the Stock Exchange or on any 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.

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions as set out in the Prospectus and the Application Forms.

The Share Offer is conditional upon the fulfillment of the conditions as set out in the section headed “Structure and Conditions of the Share Offer – Conditions of the Share Offer” in the Prospectus. If any of such conditions has not been fulfilled or waived in accordance with the terms and conditions of the Underwriting Agreements on or before the dates and times as specified therein, the Share Offer will lapse and the Stock Exchange will be notified immediately. Notice of lapse of the Share Offer will be caused to be published by the Company on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.landrich.com.hk the next day following such lapse. In such event, all application monies will be refunded, without interest.

Prospective investors should note that the Joint Lead Managers are entitled (for themselves and on behalf of the Underwriters) to terminate its obligations under the Underwriting Agreements by notice in writing to the Company upon the occurrence of any of the events as set forth in the section headed “Underwriting – Underwriting arrangements and expenses – The Public Offer – Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Tuesday, 20 October 2020.

Applicants who would like the allotted Public Offer Shares to be issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like the allotted Public Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to their stock accounts or their designated CCASS Participant's stock accounts 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

As required by the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance, printed copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 30 September 2020 until 12:00 noon on Friday, 9 October 2020 (both days inclusive) (or such later date as may apply as described in the section headed "How to Apply for the Public Offer Shares – 9. Effect of bad weather and/or extreme conditions on the opening of the application lists" in the Prospectus) from:

(a) any of the following offices of the Public Offer Underwriters:

Name	Address
Seazen Resources Securities Limited	Unit 4503-07, 45/F The Center 99 Queen's Road Central Central Hong Kong
DL Securities (HK) Limited	Flat 01, 28/F Vertical Square 28 Heung Yip Road Wong Chuk Hang Hong Kong
Solomon Asset Management (Hong Kong) Limited	Unit 804, 8/F The L.Plaza 367-375 Queen's Road Central Central Hong Kong

- (b) any of the following branches of DBS Bank (Hong Kong) Limited, the receiving bank for the Public Offer:

District	Branch Name	Address
Hong Kong Island	Head Office	G/F, The Center, 99 Queen's Road Central, Central
	North Point Branch	G/F, 391 King's Road, North Point
Kowloon	Yaumatei Branch	G/F & 1/F, 131-137 Woo Sung Street, Yau Ma Tei
New Territories	Tuen Mun Town Plaza – SME Banking Centre	Shop 23, G/F, Tuen Mun Town Plaza (II), 3 Tuen Lung Street, Tuen Mun

Copies of the Prospectus together with the **YELLOW** Application Form may be obtained during normal business hours from 9:00 a.m. on Wednesday, 30 September 2020 until 12:00 noon on Friday, 9 October 2020 (both days inclusive) from 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 Application Forms and the Prospectus available.

The completed **WHITE** and **YELLOW** Application Forms, together with a cheque or a banker's cashier order attached and marked payable to "**Ting Hong Nominees Limited – Landrich Holding 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, during the following dates and times:

Wednesday, 30 September 2020	– 9:00 a.m. to 5:00 p.m.
Saturday, 3 October 2020	– 9:00 a.m. to 1:00 p.m.
Monday, 5 October 2020	– 9:00 a.m. to 5:00 p.m.
Tuesday, 6 October 2020	– 9:00 a.m. to 5:00 p.m.
Wednesday, 7 October 2020	– 9:00 a.m. to 5:00 p.m.
Thursday, 8 October 2020	– 9:00 a.m. to 5:00 p.m.
Friday, 9 October 2020	– 9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Friday, 9 October 2020. The application lists will be open from 11:45 a.m. to 12:00 noon on Friday, 9 October 2020, the last application day or such later time as described in the section headed "How to Apply for Public Offer Shares – 9. Effect of bad weather and/or extreme conditions on the opening of the application lists" in the Prospectus.

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

Wednesday, 30 September 2020	– 9:00 a.m. to 8:30 p.m.
Saturday, 3 October 2020	– 8:00 a.m. to 1:00 p.m.
Monday, 5 October 2020	– 8:00 a.m. to 8:30 p.m.
Tuesday, 6 October 2020	– 8:00 a.m. to 8:30 p.m.
Wednesday, 7 October 2020	– 8:00 a.m. to 8:30 p.m.
Thursday, 8 October 2020	– 8:00 a.m. to 8:30 p.m.
Friday, 9 October 2020	– 8:00 a.m. to 12:00 noon

Note:

- (1) The times in this subsection are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing Participants, CCASS Custodian Participants and/or CCASS Investor Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Wednesday, 30 September 2020 until 12:00 noon on Friday, 9 October 2020 (24 hours daily, except on Friday, 9 October 2020 the last application day).

Please refer to the sections headed “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 Public Offer.

The Offer Price is expected to be fixed by the Price Determination Agreement between the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company (for itself and on behalf of the Vendor) on the Price Determination Date. The Price Determination Date is expected to be on or around Monday, 12 October 2020 or on such later date as may be agreed between the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company (for itself and for and on behalf of the Vendor) but in any event not later than Wednesday, 14 October 2020. The Offer Price is expected to be not more than HK\$0.34 per Offer Share and not less than HK\$0.325 per Offer Share. If, for whatever reason, the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company (for itself and on behalf of the Vendor) are unable to reach an agreement on the Offer Price on or before Wednesday, 14 October 2020, the Share Offer will not proceed and will lapse immediately. 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.landrich.com.hk.

The application for the Public Offer Shares will commence on Wednesday, 30 September 2020 through Friday, 9 October 2020, being slightly longer than normal market practice of four business days. The application monies (including brokerage, SFC transaction levy and Stock Exchange trading fee) will be held by the receiving bank on behalf of our Company and the refund monies, if any, will be returned to the applicants without interest on Monday, 19 October 2020. Prospective investors should be aware that the Price Determination Date is expected to be on or about Monday 12 October 2020, on which the Offer Price is determined and, in any event, no later than Wednesday, 14 October 2020 and the dealings in Shares on the Stock Exchange are expected to commence on Tuesday, 20 October 2020.

PUBLICATION OF RESULTS

The Company expects to announce the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares on Monday, 19 October 2020 on the Company's website at [**www.landrich.com.hk**](http://www.landrich.com.hk) and the Stock Exchange's website at [**www.hkexnews.hk**](http://www.hkexnews.hk).

Results of allocation of the Public Offer Shares with the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Public Offer, will be made available at the times and dates and in the manner specified in the section headed "How to Apply for the Public Offer Shares – 10. Publication of results" in the Prospectus and as follows:

- (a) in the announcement to be posted on the Company's website at [**www.landrich.com.hk**](http://www.landrich.com.hk) and the Stock Exchange's website at [**www.hkexnews.hk**](http://www.hkexnews.hk) by no later than 8:00 a.m. on Monday, 19 October 2020;
- (b) from the designated results of allocations website at [**www.tricor.com.hk/ipo/result**](http://www.tricor.com.hk/ipo/result) (alternatively: [**www.hkeipo.hk/IPOResult**](http://www.hkeipo.hk/IPOResult)) with a "search by ID" function on a 24-hour basis from 8:00 a.m. on Monday, 19 October 2020 to 12:00 midnight on Sunday, 25 October 2020;
- (c) by telephone enquiry line by calling (852) 3691 8488 between 9:00 a.m. and 6:00 p.m. from Monday, 19 October 2020 to Thursday, 22 October 2020; and
- (d) in the special allocation results booklets which will be available for inspection during opening hours from Monday, 19 October 2020 to Wednesday, 21 October 2020 at all the receiving bank's designated branches listed above.

If the Company accepts your offer to purchase (in whole or in part), which it may do by announcing the basis of allocation and/or making available the results of allocation publicly, there will be a binding contract under which you will be required to purchase the Public Offer Shares if the conditions of the Share Offer are satisfied and the Share Offer is not otherwise terminated. Further details are contained in the sections headed “Structure and Conditions of the Share Offer” and “How to Apply for the Public Offer Shares” in the Prospectus.

You will not be entitled to exercise any remedy of rescission for innocent misrepresentation at any time after acceptance of your application. This does not affect any other right you may have.

No receipt will be issued for sums paid on application. No temporary documents of title will be issued in respect of the Shares. Share certificates will only become valid documents of title when the Share Offer has become unconditional in all respects and the Underwriting Agreements have not been terminated in accordance with its terms and conditions prior to 8:00 a.m. (Hong Kong time) on the Listing Date i.e. Tuesday, 20 October 2020.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 20 October 2020, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 20 October 2020. The Shares will be traded in board lots of 8,000 Shares each. The stock code of the Shares is 2132.

By order of the Board of
Landrich Holding Limited
Tsui Kai Kwong
Executive Director

Hong Kong, 30 September 2020

As at the date of this announcement, the executive Directors are Mr. Tsui Kai Kwong, Mr. Tsui Tsz Yeung Ian, and Ms. Tsui Wai Yeung Janis, and the independent non-executive Directors are Mr. Lee Yan Kit, Mr. Lee Kin Kee and Mr. Kwong Ping Man.