

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 15 April 2019 (the “Prospectus”) issued by Novacon Technology Group Limited (the “Company”).

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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 any Shares or other securities of the Company. Potential investors should read the Prospectus for detailed information about the Share Offer described below before deciding whether or not to invest in the Offer Shares thereby being offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States. 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.

Novacon Technology Group Limited
連成科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

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

**Number of Offer Shares : 100,000,000 Shares (subject to the
Offer Size Adjustment Option)**

**Number of Public Offer Shares : 10,000,000 Shares (subject to
reallocation)**

**Number of Placing Shares : 90,000,000 Shares (subject to
reallocation and the Offer Size
Adjustment Option)**

**Offer Price : Not more than HK\$0.67 per Offer
Share and expected to be not less
than HK\$0.53 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 : 8635

Sole Sponsor, Sole Bookrunner and Sole Lead Manager



Dongxing Securities (Hong Kong) Company Limited

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued on GEM pursuant to the Share Offer, the Capitalisation Issue and any new Shares which may be allotted and issued pursuant to the exercise of the Offer Size Adjustment Option or of any options that may be granted under the Share Option Scheme as described in the Prospectus.

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

In particular, the Sole Bookrunner may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with the HKEX Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 6 of the GEM Listing Rules, the maximum total number of Offer Shares that may be re-allocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 20,000,000 Offer Shares) and the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.53 per Offer Share) stated in the Prospectus.

In connection with the Share Offer, the Company is expected to grant the Offer Size Adjustment Option to the Placing Underwriters, exercisable by the Sole Bookrunner (for itself and on behalf of the Placing Underwriters). Pursuant to the Offer Size Adjustment Option, the Company may be required to allot and issue up to 15,000,000 additional new Shares, representing up to 15% of the total number of Offer Shares initially available for subscription under the Share Offer. The Offer Size Adjustment Option can only be exercised by the Sole Bookrunner at any time from the date of the Prospectus to before 6:00 p.m. on the business day immediately prior to the date of the announcement of the level of indication of interest in the Share Offer. If the Offer Size Adjustment Option is exercised in full, the Company will be required to allot and issue up to an aggregate of 15,000,000 additional new Shares at the Offer Price, representing approximately up to 15% of the total number of Offer Shares initially available for subscription under the Share Offer. The Shares to be issued pursuant to the exercise of the Offer Size Adjustment Option will not be used for price stabilisation purpose and the Offer Size Adjustment Option is not subject to the Securities and Futures (Price Stabilizing) Rules of the SFO (Chapter 571W of the Laws of Hong Kong).

Applications 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.

Applicants who would like the allotted Public Offer Shares to be 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 the allotted Public Offer Shares to be registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or their designated CCASS Participant's stock accounts maintained with 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 Monday, 15 April 2019 until 12:00 noon on Thursday, 18 April 2019 at:

(a) the following office of the Sole Bookrunner:

Dongxing Securities (Hong Kong) Company Limited
6805-6806A
International Commerce Centre
1 Austin Road West
Kowloon
Hong Kong

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

District	Branch Name	Address
Hong Kong Island	Bank of China Tower Branch	1 Garden Road, Hong Kong
Kowloon	Tsim Sha Tsui East Branch	Shop 3, LG/F, Hilton Towers, 96 Granville Road, Tsim Sha Tsui East, Kowloon

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 15 April 2019 until 12:00 noon on Thursday, 18 April 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or your stockbroker.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — NOVACON TECHNOLOGY 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 dates and times:

Monday, 15 April 2019 — 9:00 a.m. to 5:00 p.m.
Tuesday, 16 April 2019 — 9:00 a.m. to 5:00 p.m.
Wednesday, 17 April 2019 — 9:00 a.m. to 5:00 p.m.
Thursday, 18 April 2019 — 9:00 a.m. to 12:00 noon

The application lists will be open from 11: 45 a.m. to 12: 00 noon on Thursday, 18 April 2019, the last application day or such later time as described in the section headed "How to Apply for Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Applicants applying by **HK eIPO White Form** service may submit applications through the **HK eIPO White Form** service at www.hkeipo.hk (24 hours daily, except on the last day for applications) from 9:00 a.m. on Monday, 15 April 2019 until 11:30 a.m. on Thursday, 18 April 2019 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, 18 April 2019 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.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 15 April 2019 until 12: 00 noon on Thursday, 18 April 2019 (24 hours daily, except the last application day) or such later time as described in the section headed "How to Apply for Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

If you are not a CCASS Investor Participant, you may instruct your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Public Offer Shares on your behalf.

You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Sole Sponsor, the Sole Bookrunner, the Sole Lead Manager and the Hong Kong Branch Share Registrar.

See “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 Offer Price will be not more than HK\$0.67 per Offer Share and is currently expected to be not less than HK\$0.53 per Offer Share, unless otherwise announced. Applicants for the Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.67 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 is finally determined as less than HK\$0.67 per Offer Share.

Share certificates for the Offer Shares distributed pursuant to the Share Offer 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 their terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Thursday, 2 May 2019. The Company will not issue any temporary document of title. No receipt will be issued for the subscription monies received in respect of the Offer Shares.

Application for the Public Offer Shares will only be considered on the basis of the terms and conditions as stated in the Prospectus and the Application Forms. The Share Offer is conditional upon the fulfillment of the conditions set out in “Structure and Conditions of the Share Offer — Conditions of the Share Offer” in the Prospectus.

The Listing is sponsored by the Sole Sponsor of 6805-6806A, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong. The Public Offer is fully underwritten by the Public Offer Underwriters under the terms of the Public Offer Underwriting Agreement and the Placing is expected to be fully underwritten by the Placing Underwriters pursuant to the Placing Underwriting Agreement. The Share Offer is managed by the Sole Bookrunner. Prospective investors of the Offer Shares should note that the Sole Bookrunner (for itself and on behalf of the Underwriters) is entitled, in its sole and absolute discretion, to terminate the Underwriters’ obligations under the Underwriting Agreements by notice in writing to the Company, upon the occurrence of any of the events set out in “Underwriting — Underwriting Arrangements and Expenses — 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. Thursday, 2 May 2019. In the event that the terms and conditions of the Share Offer as mentioned therein are not fulfilled or waived by the Sole Bookrunner (for itself and on behalf of the other Underwriters) (as the case may be) on or before such dates and times, the Share Offer will lapse and all monies received will be refunded to the applicants of the Share Offer without interest and the Stock Exchange will be notified immediately. If the Share Offer does not become unconditional or the Underwriting Agreements are terminated in accordance with their terms, the Company will make an announcement as soon as possible on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.novacontechgroup.com on the next business day following the date of such lapse.

Subject to the granting by the Listing Division of the listing of, and permission to deal in, the Shares in issue and to be issued on GEM and the Company's 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, i.e. Thursday, 2 May 2019 or 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 for the Shares to be admitted into CCASS.

The announcement of the final Offer Price, the level of indications of interest in the Placing, the level of applications in the Public Offer, the basis of allotment of the Public Offer and the results of applications in the Public Offer will be published on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.novacontechgroup.com on Tuesday, 30 April 2019. The allotment results announcement will also contain confirmation on whether and to what extent the Offer Size Adjustment Option has been exercised, then the Offer Size Adjustment Option will have lapsed and cannot be exercised on any future date.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer will be made available on Tuesday, 30 April 2019 in the manner described in the section headed "How to Apply for Public Offer Shares — 11. Publication of Results" in the Prospectus.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, 2 May 2019, dealings in the Shares on GEM are expected to commence at 9: 00 a.m. on Thursday, 2 May 2019. The Shares will be traded in board lots of 4,000 Shares each. The GEM stock code of the Shares is 8635.

By order of the Board
Novacon Technology Group Limited
Wei Ming
Chairman

Hong Kong, 15 April 2019

As at the date of this announcement, the executive Directors are Mr. Chung Chau Kan and Mr. Wong Wing Hoi, the non-executive Director is Mr. Wei Ming, and the independent non-executive Directors are Mr. Moo Kai Pong, Mr. Lo Chi Wang and Mr. Wu Kin San Alfred.

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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or 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 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at www.novacontechgroup.com.