

Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the prospectus dated 30 September 2019 (the “Prospectus”) issued by Centenary United Holdings Limited (the “Company”).

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the Prospectus carefully for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares thereby being offered.

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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 or in any other jurisdictions. 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”) or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except that pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. The Offer Shares may be offered, sold or delivered outside the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act.

In connection with the Global Offering, Fortune (HK) Securities Limited, as stabilising manager (the “Stabilising Manager”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect other transactions with a view to 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 which begins on the Listing Date. However, there is no obligation on the Stabilising Manager, or its affiliates or any person acting for it to do this. Such stabilising action, if taken, will be done at the sole and absolute discretion of the Stabilising Manager and may be discontinued at any time, and must be brought to an end on the 30th day after the last day for lodging applications under the Hong Kong Public Offer. Such transactions, if commenced, may only be effected in Hong Kong in compliance with all applicable laws, rules and regulations in place, including the Securities and Futures (Price Stabilising) Rules, as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance are set forth in the section headed “Structure and Conditions of the Global Offering” in the Prospectus.

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on Sunday, 10 November 2019, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offer. After this date, no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



CENTENARY UNITED HOLDINGS LIMITED

世紀聯合控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	125,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	12,500,000 Shares (subject to adjustment)
Number of International Placing Shares	:	112,500,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	HK\$1.23 per Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund) and expected to be not less than HK\$1.01 per Offer Share
Nominal value	:	HK\$0.01 per Share
Stock code	:	1959

Sole Sponsor



Joint Global Coordinators



Joint Bookrunners and Joint Lead Managers



Co-Lead Managers



The Company has applied to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, (i) the Shares in issue and (ii) any Shares to be issued pursuant to the Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option). Assuming that the Hong Kong Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 18 October 2019, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 18 October 2019. In the event the Over-allotment Option is exercised, an announcement will be made by the Company which will be posted on the website of the Stock Exchange www.hkexnews.hk and on the website of the Company www.car2000.com.cn.

The Global Offering comprises the Hong Kong Public Offer of initially 12,500,000 Offer Shares (subject to reallocation) representing approximately 10% of the total number of Offer Shares initially available under the Global Offering, and the International Placing of initially 112,500,000 Offer Shares (subject to reallocation and the Over-allotment Option) representing approximately 90% of the total number of Offer Shares initially available under the Global Offering. The Global Offering represents 25% of the issued share capital of the Company upon completion of the Global Offering and Capitalisation Issue (assuming that the Over-allotment Option is not exercised and without taking into account any Shares which may be allotted and issued upon the exercise of any option which may be granted under the Share Option Scheme), on and subject to the terms and conditions as set out in the Underwriting Agreements and the Prospectus.

The allocation of the Offer Shares between the Hong Kong Public Offer and the International Placing may be subject to reallocation as described in the section headed “Structure and Conditions of the Global Offering” in the Prospectus. In particular, the Joint Global Coordinators (for themselves and on behalf of the Underwriters) may reallocate Offer Shares from the International Placing to the Hong Kong Public Offer to satisfy valid applications under the Hong Kong Public Offer. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, i.e. when (i) the International Placing Shares before any reallocation are undersubscribed; (ii) the International Placing Shares are fully subscribed or oversubscribed and the Hong Kong Offer Shares are oversubscribed by less than 15 times of the initial number of the Hong Kong Offer Shares, the maximum total number of Offer Shares that may be allocated to the Hong Kong Public Offer following such reallocation shall not be more than double the initial allocation to the Hong Kong Public Offer (i.e. 25,000,000 Offer Shares and the final Offer Price shall be fixed at the bottom end of the inclusive price range (i.e. HK\$1.01 per Offer Share)). For details, please refer to the section headed “Structure and Conditions of the Global Offer — The Hong Kong Public Offer — Reallocation between the International Placing and the Hong Kong Public Offer” in the Prospectus.

Under the International Underwriting Agreement, the Company is expected to grant to the International Underwriters, exercisable by the Joint Global Coordinators at their sole and absolute discretion for themselves and on behalf of the International Underwriters,

the Over-allotment Option for up to 30 days after the last day for lodging applications under the Hong Kong Public Offer (being Sunday, 10 November 2019) to require the Company to issue and allot up to 18,750,000 additional Shares, representing in aggregate approximately 15% of the initial number of the Offer Shares under the Global Offering, at the Offer Price, to cover, amongst other things, over-allocations in the International Placing, if any.

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 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.

The Offer Price will not be more than HK\$1.23 per Offer Share and is currently expected to be not less than HK\$1.01 per Offer Share, unless otherwise announced by the Company no later than the morning of the last day for lodging applications under the Hong Kong Public Offer. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.23 per Offer Share together with brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%. If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is lower than the maximum Offer Price of HK\$1.23 per Offer Share (excluding brokerage fee, SFC transaction levy and Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offer are not fulfilled in accordance with the section headed “Structure and Conditions of the Global Offering — Conditions of the Global Offering” in the Prospectus or if any application is revoked, appropriate refund payments (including the related brokerage fee, SFC transaction levy and Stock Exchange trading fee) will be made to applicants, without interest. Please refer to “How to Apply for Hong Kong Offer Shares — 13. Refund of application monies” in the Prospectus.

The Offer Price is expected to be fixed by the Price Determination Agreement between the Company and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently scheduled to be on or about Friday, 11 October 2019. If, for any reason the Offer Price is not agreed by the Price Determination Date between the Company and the Joint Global Coordinators (for themselves and on behalf of the Underwriters), the Global Offering will not proceed and will lapse. 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.car2000.com.cn.

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 relevant Application Forms and the designated website www.hkeipo.hk for HK eIPO White Form.

Applicants who wish to have the Hong Kong Offer Shares to be issued in their own names should either (i) complete and sign the **WHITE** Application Form; 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 Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to the stock accounts of their designated CCASS Participants should either (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 9:00 a.m. on Monday, 30 September 2019 till 12:00 noon on Friday, 11 October 2019 or such later date as may apply as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening the Application Lists” in the Prospectus from the addresses of the following Hong Kong Underwriters:

Fortune (HK) Securities Limited

43/F, COSCO Tower
183 Queen’s Road Central
Hong Kong

and

Mason Securities Limited

19/F, Lee Garden Three
1 Sunning Road, Causeway Bay
Hong Kong

and

Shanxi Securities International Limited

Unit A, 29/F, Tower 1, Admiralty Centre
18 Harcourt Road, Admiralty
Hong Kong

and

Essence International Securities (Hong Kong) Limited

39/F, One Exchange Square
Central
Hong Kong

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

	Branch Name	Address
Hong Kong Island	Causeway Bay Branch	505 Hennessy Road, Causeway Bay, Hong Kong
	King's Road Branch	131–133 King's Road, North Point, Hong Kong
Kowloon	Mong Kok Branch	589 Nathan Road, Mong Kok, Kowloon
New Territories	Citywalk Branch	Shop 65 & 67–69 G/F, Citywalk, 1 Yeung Uk Road, Tsuen Wan, 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 Monday, 30 September 2019 till 12:00 noon on Friday, 11 October 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — CENTENARY UNITED PUBLIC OFFER**" attached, should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank referred to above on the following dates and times:

Monday, 30 September 2019	—	9:00 a.m. to 5:00 p.m.
Wednesday, 2 October 2019	—	9:00 a.m. to 5:00 p.m.
Thursday, 3 October 2019	—	9:00 a.m. to 5:00 p.m.
Friday, 4 October 2019	—	9:00 a.m. to 5:00 p.m.
Saturday, 5 October 2019	—	9:00 a.m. to 1:00 p.m.
Tuesday, 8 October 2019	—	9:00 a.m. to 5:00 p.m.
Wednesday, 9 October 2019	—	9:00 a.m. to 5:00 p.m.
Thursday, 10 October 2019	—	9:00 a.m. to 5:00 p.m.
Friday, 11 October 2019	—	9:00 a.m. to 12:00 noon

Applicants may apply online through the **HK eIPO White Form** by submitting an application through the designated website at www.hkeipo.hk (24 hours daily, except on the last day for applications) from 9:00 a.m. on Monday, 30 September 2019 till 11:30 a.m. on Friday, 11 October 2019 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 11 October 2019 or such later date as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather 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⁾:

Monday, 30 September 2019	—	9:00 a.m. to 8:30 p.m.
Wednesday, 2 October 2019	—	8:00 a.m. to 8:30 p.m.
Thursday, 3 October 2019	—	8:00 a.m. to 8:30 p.m.
Friday, 4 October 2019	—	8:00 a.m. to 8:30 p.m.
Saturday, 5 October 2019	—	8:00 a.m. to 1:00 p.m.
Tuesday, 8 October 2019	—	8:00 a.m. to 8:30 p.m.
Wednesday, 9 October 2019	—	8:00 a.m. to 8:30 p.m.
Thursday, 10 October 2019	—	8:00 a.m. to 8:30 p.m.
Friday, 11 October 2019	—	8:00 a.m. to 12:00 noon

Note:

- (1) The times in this sub-section 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, 30 September 2019 until 12:00 noon on Friday, 11 October 2019 (24 hours daily, except on Friday, 11 October 2019, the last day for applications).

Please refer to the sections headed “Structure and Conditions of the Global Offering” and “How to Apply for Hong Kong Offer Shares” of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer.

The Company expects to publish the announcement on the final Offer Price, the level of indications of interest in the International Placing, the results of applications in the Hong Kong Public Offer and the basis of allocation of the Hong Kong Offer Shares at Thursday, 17 October 2019 on the Company’s website at www.car2000.com.cn and the website of the Stock Exchange at www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offer will be available through a variety of channels at the times and date and in the manner specified in the section headed “How to Apply for Hong Kong Offer Shares — 11. Publication of results” in the Prospectus.

No temporary documents of title will be issued in respect of the Shares and no receipt will be issued for application fees received. Share certificates will only become valid at 8:00 a.m. on Friday, 18 October 2019, provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Underwriting Agreement — Grounds for termination” in the Prospectus has not been exercised. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 18 October 2019. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 1959.

By order of the Board
Centenary United Holdings Limited
Law Hau Kit
Chairman and executive Director

Hong Kong, 30 September 2019

As at the date of this announcement, the executive Directors are Mr. Law Hau Kit, Mr. Chen Shaoxing and Ms. Li Huifang; and the independent non-executive Directors are Mr. Li Wai Keung, Mr. Chang Eric Jackson and Ms. Yan Fei.

This announcement is available for viewing on the Company’s website at www.car2000.com.cn and the website of the Stock Exchange at www.hkexnews.hk.