*Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated February 28, 2019 (the "**Prospectus**") issued by China Risun Group 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 Global Offering described below before deciding whether or not to invest in the Offer Shares thereby offered.*

*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 is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investment of any kind. The Offer Shares have not been, and will not be, registered under the applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will not and is not currently intended to be any public offer of the Offer Shares in the United States.*

*In connection with the Global Offering, Guotai Junan Securities (Hong Kong) Limited, as stabilizing manager (the "**Stabilizing Manager**"), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate Shares or effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for lodging applications under the Hong Kong Public Offering. The number of Shares that may be over-allocated will not exceed the number of Shares that may be sold under the Over-allotment Option, namely, 90,000,000 Shares, which is 15% of the number of Offer Shares initially available under the Global Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).*

*Potential investors should be aware that stabilizing actions cannot be taken to support the price of the Shares for longer than the stabilization period which will begin on the Listing Date and expire on Thursday, April 4, 2019, being the 30th day after the date of the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken and demand for the Shares and the price of the Shares could fall.*

# China Risun Group Limited
# 中國旭陽集團有限公司

*(incorporated in the Cayman Islands with limited liability)*

## GLOBAL OFFERING

| | | |
|---|---|---|
| **Number of Offer Shares under the Global Offering** | **:** | **600,000,000 Shares (subject to the Over-allotment Option)** |
| **Number of Hong Kong Public Offer Shares** | **:** | **60,000,000 Shares (subject to adjustment)** |
| **Number of International Placing Shares** | **:** | **540,000,000 Shares (subject to adjustment and the Over-allotment Option)** |
| **Maximum Offer Price** | **:** | **HK$3.18 per 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$0.10 per Share** |
| **Stock code** | **:** | **1907** |

**Sole Sponsor**

**Sole Global Coordinator**

**Joint Bookrunners**

**Joint Lead Managers**

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 Global Offering (including the Shares to be issued pursuant to (i) the Capitalization Issue, (ii) the Global Offering (including an aggregate of 90,000,000 additional Shares which may be issued pursuant to the exercise of the Over-allotment Option) and (iii) the exercise of options which may be granted under the Share Option Scheme). Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, March 15, 2019, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Friday, March 15, 2019.

The Global Offering comprises the Hong Kong Public Offering of initially 60,000,000 Shares (subject to adjustment), representing 10% of the Offer Shares available under the Global Offering, and the International Placing of initially 540,000,000 Shares (subject to adjustment and the Over-allotment Option), representing 90% of the Offer Shares available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Placing will be subject to reallocation as described in the section headed "Structure of the Global Offering" in 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 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, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering following such reallocation shall be not more than double the initial allocation to the Hong Kong Public Offering (i.e. 120,000,000 Offer Shares) and the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK$2.76 per Offer Share) stated in the Prospectus.

In addition, the Company will grant the Over-allotment Option to the Sole Global Coordinator (for itself and on behalf of the Underwriters) under the Underwriting Agreements, which will be exercisable at any time within 30 days after the last day for lodging applications under the Hong Kong Public Offering. Pursuant to the Over-allotment Option, the Company may be required to allot and issue up to an aggregate of 90,000,000 additional Shares representing 15% of the Offer Shares initially available under the Global Offering. These Shares will be sold or issued at the Offer Price. If the Over-allotment Option is exercised in full, the additional 90,000,000 Shares and the 600,000,000 Shares initially offered in the Global Offering will represent approximately 2.2% and 14.7% of the Company's enlarged share capital respectively immediately after completion of the Global Offering and the exercise in full of the Over-allotment Option. The Company will disclose in its allotment results announcement whether and to what extent the Over-allotment Option has been exercised, and will confirm in the announcement that, if the Over-allotment Option is not exercised by then, the Over-allotment Option will lapse and cannot be exercised on any future date. 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.risun.com**.

Subject to the granting of the approval for the 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 may be 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. Investors should seek the advice of their stockbroker or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price will be not more than HK$3.18 per Offer Share and is currently expected to be not less than HK$2.76 per Offer Share. Applicants under the Hong Kong Public Offering shall pay in full, on application, the maximum indicative Offer Price of HK$3.18 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the final Offer Price should be lower than HK$3.18 per Offer Share.

**Applications for the Hong Kong 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) in relation to the HK eIPO White Form service.**

Applicants who would like to have the allotted Hong Kong Public 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 Provider at **www.hkeipo.hk** under the **HK eIPO White Form** service. Applicants who would like to have the allotted Hong Kong Public 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 Form, may be obtained during normal business hours between 9:00 a.m. on Thursday, February 28, 2019 until 12:00 noon on Tuesday, March 5, 2019 from:

(i) the following office of the Joint Bookrunners:

**Guotai Junan Securities (Hong Kong) Limited**
27/F, Low Block, Grand Millennium Plaza
181 Queen's Road Central
Hong Kong

**Essence International Securities (Hong Kong) Limited**
39/F., One Exchange Square
Central, Hong Kong

**China Everbright Securities (HK) Limited**
24/F, Lee Garden One
33 Hysan Avenue
Causeway Bay, Hong Kong

**Haitong International Securities Company Limited**
22/F, Li Po Chun Chambers
189 Des Voeux Road Central
Hong Kong

**CCB International Capital Limited**
12/F, CCB Tower
3 Connaught Road Central
Central, Hong Kong

**Mason Securities Limited**
19/F, Lee Garden Three
1 Sunning Road
Causeway Bay, Hong Kong

**Crédit Agricole Corporate and Investment Bank, Hong Kong branch**
Floor 27, Two Pacific Place
88 Queensway
Hong Kong

(ii) any of the following branches of Bank of China (Hong Kong) Limited:

| District | Branch name | Address |
|---|---|---|
| **Hong Kong Island** | Quarry Bay Branch | Parkvale<br>1060 King's Road<br>Quarry Bay<br>Hong Kong |
| | Lee Chung Street Branch | 29–31 Lee Chung Street<br>Chai Wan<br>Hong Kong |
| | Gilman Street Branch | 136 Des Voeux Road Central<br>Hong Kong |
| | Wan Chai (Wu Chung House) Branch | 213 Queen's Road East<br>Wan Chai<br>Hong Kong |

| District | Branch name | Address |
|---|---|---|
| **Kowloon** | Telford Plaza Branch | Shop Unit P2–P7, Telford Plaza<br>No. 33 Wai Yip Street<br>Kowloon Bay<br>Kowloon |
| | 194 Cheung Sha Wan Road Branch | 194–196 Cheung Sha Wan Road<br>Sham Shui Po<br>Kowloon |
| | Tsim Sha Tsui Branch | 24–28 Carnarvon Road<br>Tsim Sha Tsui<br>Kowloon |
| **New Territories** | City One Sha Tin Branch | Shop Nos. 24–25, G/F<br>Fortune City One Plus<br>No. 2 Ngan Shing Street<br>Sha Tin<br>New Territories |
| | Tseung Kwan O Plaza Branch | Shop 112–125, Level 1<br>Tseung Kwan O Plaza<br>Tseung Kwan O<br>New Territories |
| | Tuen Mun Town Plaza Branch | Shop 2, Tuen Mun Town Plaza Phase II<br>Tuen Mun<br>New Territories |

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, February 28, 2019 until 12:00 noon on Tuesday, March 5, 2019 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 such Application Forms and the Prospectus available.

The 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 – CHINA RISUN GROUP PUBLIC OFFER**", should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

| | | |
|---|---|---|
| Thursday, February 28, 2019 | – | 9:00 a.m. to 5:00 p.m. |
| Friday, March 1, 2019 | – | 9:00 a.m. to 5:00 p.m. |
| Saturday, March 2, 2019 | – | 9:00 a.m. to 1:00 p.m. |
| Monday, March 4, 2019 | – | 9:00 a.m. to 5:00 p.m. |
| Tuesday, March 5, 2019 | – | 9:00 a.m. to 12:00 noon |

The application lists will be opened from 11:45 a.m. to 12:00 noon on Tuesday, March 5, 2019 or such later time as described in the section headed "How to Apply for Hong Kong 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 application day) from 9:00 a.m. on Thursday, February 28, 2019 until 11:30 a.m. on Tuesday, March 5, 2019 or such later time as described in the section headed "How to Apply for Hong Kong Public Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Participants can input electronic application instructions from 9:00 a.m. on Thursday, February 28, 2019 until 12:00 noon on Tuesday, March 5, 2019 or such later time as described in the section headed "How to Apply for Hong Kong 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 of the Global Offering" and "How to Apply for Hong Kong Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce 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 Public Offer Shares on Thursday, March 14, 2019 on the website of the Company at **www.risun.com** and the website of the Stock Exchange at **www.hkexnews.hk**.

The results of allocations in the Hong Kong Public Offering and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) and the number of Hong Kong Public Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms, or by giving **electronic application instructions** to HKSCC via CCASS or by applying online through the **HK eIPO White Form** Service Provider under the **HK eIPO White Form** service, will be made available through a variety of channels as described in the section headed "How to Apply for Hong Kong Public Offer Shares – 11. Publication of Results" in the Prospectus.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Friday, March 15, 2019 provided that the Global Offering has become unconditional 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.

Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, March 15, 2019, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, March 15, 2019. The Shares will be traded in board lots of 1,000 Shares each. The stock code of the Shares is 1907.

By order of the Board
**China Risun Group Limited**
**Mr. Yang Xuegang**
*Chairman*

Hong Kong, February 28, 2019

*As at the date of this announcement, the Executive Directors of the Company are Mr. Yang Xuegang, Mr. Zhang Yingwei, Mr. Han Qinliang, Mr. Wang Fengshan, Mr. Wang Nianping and Mr. Yang Lu, and the Independent Non-executive Directors of the Company are Mr. Kang Woon, Mr. Yu Kwok Kuen Harry and Mr. Wang Yinping.*

*This announcement is available for viewing on the website of the Company at www.risun.com and the website of the Stock Exchange at www.hkexnews.hk.*