

Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 14 April 2020 (the “**Prospectus**”) issued by Rimbaco Group Global 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 by any person to acquire, purchase or subscribe for any Shares or other securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and 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 (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 an offer to sell, or a solicitation of an offer to buy or subscribe for, 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, including and without limitation to the U.S. Securities Act of 1933 as amended from time to time, 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.

Potential investors should be aware that the Offer Price of the Offer Shares is expected to be determined on the Price Determination Date. However, the Shares will not commence trading on the Stock Exchange until they are delivered, which is expected to be a few business days after the Price Determination Date. As a result, investors may not be able to sell or deal in the Shares during that period. Accordingly, holders of the Shares are subject to the risk that the price of the Shares could fall before trading begins as a result of adverse market conditions or other adverse developments, that could occur between the time of sale and the time trading begins.

In connection with the Share Offer, Realord Asia Pacific Securities Limited, as the stabilising manager (the “**Stabilising Manager**”), or any person acting for it, on behalf of the Underwriters, may over-allocate or effect and 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 after the Listing Date. Any market purchases of Shares will be effected in compliance with all applicable laws and regulatory requirements. However, there is no obligation on the Stabilising Manager or any person acting for it to conduct any such stabilising action, which if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, 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 Sunday, 17 May 2020, being the 30th day after the last day for lodging applications under the Public Offer. Such stabilisation 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 and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), 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 Share Offer” in the Prospectus.

Potential investors should be aware that 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 Sunday, 17 May 2020, being the 30th day after the last day for lodging applications under the Public Offer. 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.



Rimbaco Group Global Limited
(Incorporated in the Cayman Islands with limited liability)

SHARE OFFER

- Total number of Offer Shares : 315,000,000 Shares (subject to the Over-allotment Option)**
- Number of Public Offer Shares : 31,500,000 Shares (subject to reallocation)**
- Number of Placing Shares : 283,500,000 Shares (subject to reallocation and the Over-allotment Option)**
- Offer Price : not more than HK\$0.46 per Offer Share and expected to be not less than HK\$0.40 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 : 1953**

Sole Sponsor



Titan Financial Services Limited

Joint Bookrunners and Joint Lead Managers



Joint Lead Managers



Application has been made by the Company to the Listing Committee of 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 pursuant to the Share Offer and the Capitalisation Issue and any Shares which may be issued pursuant to the exercise of the Over-allotment Option and any options which may be granted under the Share Option Scheme. Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 28 April 2020, it is expected that dealings in the Shares on the Main Board will commence at 9:00 a.m. on Tuesday, 28 April 2020. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.rimbaco.com.my. The Shares will be traded in board lots of 5,000 Shares each.

The Share Offer comprises the Public Offer of initially 31,500,000 Shares (subject to reallocation), representing 10% of the total number of Offer Shares available under the Share Offer, and the Placing of initially 283,500,000 Shares (subject to reallocation and the Over-allotment Option), representing 90% of the total number of Offer Shares available under the Share Offer. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to reallocation as described in the section headed “Structure and Conditions of the Share Offer – The Public Offer – Reallocation” in the Prospectus.

In particular, the Joint Bookrunners may reallocate the Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. 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 allocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 63,000,000 Offer Shares, representing 20% of the total number of Offer Shares available under the Share Offer, before any exercise of the Over-allotment Option) and the final Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$0.40 per Offer Share) stated in the Prospectus.

In connection with the Share Offer, the Company is expected to grant to the Placing Underwriters the Over-allotment Option, which is exercisable in full or in part by the Joint Bookrunners (for themselves and on behalf of the Placing Underwriters) at any time and from time to time from the Listing Date, up to (and including) the date which is the 30th day after the last day for lodging of Application Forms under the Share Offer, to require the Company to issue up to an aggregate of 47,250,000 additional Offer Shares, representing 15% of the total number of Offer Shares initially available under the Share Offer, at the Offer Price.

Subject to the granting the listing of, and permission to deal in, the Shares as mentioned in the Prospectus on the Stock Exchange and our 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 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 stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price will not be more than HK\$0.46 per Offer Share and is expected to be not less than HK\$0.40 per Offer Share. Applicants under the Public Offer shall pay in full, on application, the maximum indicative Offer Price of HK\$0.46 per Offer Share plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the application is rejected, not accepted or accepted in part only or if the final Offer Price should be lower than HK\$0.46 per Offer Share.

If the application is rejected, not accepted or accepted in part only or if the Offer Price as finally determined is less than HK\$0.46 per Offer Share, appropriate refund payments (including the related brokerage, SFC transaction levy and Stock Exchange trading fee attributable to the excess application monies) will be made to successful applicants without interest. Further details are set out in the paragraph headed "13. Refund of application monies" in the section headed "How to Apply for Public Offer Shares" in the Prospectus.

The Offer Shares are being offered at the Offer Price which is expected to be determined by the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently expected to be on or about Monday, 20 April 2020 or such later date as may be agreed by the Joint Bookrunners (for themselves and on behalf of the Underwriters) and the Company. If the Company and the Joint Bookrunners (for themselves and on behalf of the Underwriters) are unable to reach an agreement on the Offer Price by the Price Determination Date, the Share Offer will not become unconditional and will lapse. In such event, the Company will issue an announcement on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.rimbaco.com.my).

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.eipo.com.hk) in relation to the White Form eIPO.

Applicants who would like to have the allotted 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 **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who would like to have the allotted Offer Shares to be registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant's stock accounts or the stock accounts of their designated CCASS Participant's maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS to cause HKSCC Nominees to apply for that applicant.

WHERE TO COLLECT THE PROSPECTUS AND APPLICATION FORMS

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours between 9:00 a.m. on Tuesday, 14 April 2020 until 12:00 noon on Friday, 17 April 2020 (or such later date as may apply 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) from:

(i) the following office of the Public Offer Underwriters:

Realord Asia Pacific Securities Limited	Suite 2402, 24/F Jardine House 1 Connaught Place Central Hong Kong
China Tonghai Securities Limited	18/F–19/F China Building 29 Queen's Road Central Hong Kong
SPDB International Capital Limited	33/F SPD Bank Tower One Hennessy 1 Hennessy Road Hong Kong
AMC Wanhai Securities Limited	1605, 16/F West Tower Shun Tak Center 168–200 Connaught Road Sheung Wan Hong Kong

Conrad Investment Services Limited	23/F, Tung Hip Commercial Building 244–248, Des Voeux Road Central, Sheung Wan Hong Kong
Target Capital Management Limited	6/F, 18 King Wah Road North Point Hong Kong
Augustine Securities Company Limited	Suite 1803, 18/F, Tower 1 The Gateway, Harbour City 25 Canton Road Tsim Sha Tsui Kowloon Hong Kong

(ii) or any of the following branches of Industrial and Commercial Bank of China (Asia) Limited:

District	Branch name	Address
Hong Kong Island	Central Branch	1/F., 9 Queen's Road Central Hong Kong
	Admiralty Branch	Shop 1013–1014, 1/F United Centre, 95 Queensway Admiralty, Hong Kong
Kowloon	Tsim Sha Tsui Branch	Shop 1&2, G/F, No. 35–37 Hankow Road, Tsimshatsui, Kowloon
	Prince Edward Branch	777 Nathan Road, Mongkok Kowloon
New Territories	Sha Tsui Road Branch	Shop 4, G/F Chung On Building, 297–313 Sha Tsui Road, Tsuen Wan, New Territories
	Yuen Long Branch	G/F, 197–199 Castle Peak Road, Yuen Long, 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 Tuesday, 14 April 2020 until 12:00 noon on Friday, 17 April 2020 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.

TIME FOR LODGING APPLICATION FORMS

Both completed **WHITE** and **YELLOW** Application Forms, together with a cheque or a banker's cashier order attached and marked payable to "ICBC (Asia) Nominee Limited – Rimbaco Group Global Limited 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 times:

Tuesday, 14 April 2020	–	9:00 a.m. to 5:00 p.m.
Wednesday, 15 April 2020	–	9:00 a.m. to 5:00 p.m.
Thursday, 16 April 2020	–	9:00 a.m. to 5:00 p.m.
Friday, 17 April 2020	–	9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Friday, 17 April 2020.

The application lists will be opened from 11:45 a.m. to 12:00 noon on Friday, 17 April 2020, 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 through **White Form eIPO** service may submit applications through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk from 9:00 a.m. on Tuesday, 14 April 2020 until 11:30 a.m. on Friday, 17 April 2020 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 17 April 2020 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 (24 hours daily, except on the last application day).

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

Tuesday, 14 April 2020	–	9:00 a.m. to 8:30 p.m.
Wednesday, 15 April 2020	–	8:00 a.m. to 8:30 p.m.
Thursday, 16 April 2020	–	8:00 a.m. to 8:30 p.m.
Friday, 17 April 2020	–	8:00 a.m. to 12:00 noon

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 Tuesday, 14 April 2020 until 12:00 noon on Friday, 17 April 2020 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.

Please refer to the sections headed “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.

PUBLICATION OF RESULTS

The Company expects to announce the final Offer Price, the indication of the level 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, 27 April 2020 on the website of the Company at www.rimbaco.com.my 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 (where applicable) under the Public Offer and the number of 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 **White Form eIPO** Service Provider under the **White Form eIPO** service, will be made available through a variety of channels as described in the section headed “How to Apply for 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 Tuesday, 28 April 2020 provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. (Hong Kong time) on Tuesday, 28 April 2020, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. (Hong Kong time) on Tuesday, 28 April 2020. The Shares will be traded in board lots of 5,000 Shares each. The stock code of the Shares is 1953.

By order of the Board
Rimbaco Group Global Limited
Low Seah Sun
Chairman

Hong Kong, 14 April 2020

As at the date of this announcement, the executive Directors are Mr. Low Seah Sun, Mr. Low Wui Linn, Ms. Seah Peet Hwah, Mr. Cheang Wye Keong and Mr. Lau Ah Cheng, and the independent non-executive Directors are Mr. Ng Kok Seng, Mr. Wong Chi Wai and Ms. Yeo Chew Yen Mary.

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