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*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated Tuesday, November 1, 2016 (the “**Prospectus**”) issued by Zhou Hei Ya International Holdings Company Limited. (the “**Company**”).*

*This announcement is for information purposes only and does not constitute an invitation or offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering before deciding whether or not to invest in the Offer Shares.*

*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. 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.*

*In connection with the Global Offering, Morgan Stanley Asia Limited, as stabilizing manager (the “**Stabilizing Manager**”), or any person acting for it, on behalf of the Underwriters, may over-allocate Shares or effect any other transactions with a view to stabilizing 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 beginning on the Listing Date and expected to end on Sunday, December 4, 2016, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. However, there is no obligation on the Stabilizing Manager, or any person acting for it to conduct any such stabilizing action. 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 (Cap. 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). Such stabilization action, if commenced, will be conducted at the absolute discretion of the Stabilizing Manager, or any person acting for it and may be discontinued at any time, and is required to be brought to an end on Sunday, December 4, 2016, being the 30th day after the last day for the lodging of 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. The details of the intended stabilization and how it will be regulated under the Securities and Futures Ordinance are set out in the section headed “Structure of the Global Offering” in the Prospectus.*

*Potential investors of the Offer Shares should note that the Joint Global Coordinators (for itself and on behalf of the Hong Kong Underwriters) and the Joint Sponsors shall be entitled to terminate its obligations under the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be November 11, 2016).*



**Zhou Hei Ya International Holdings Company Limited**  
**周黑鴨國際控股有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*

**GLOBAL OFFERING**

<b>Number of Offer Shares under the Global Offering</b>	<b>:</b>	<b>424,470,000 Shares (subject to the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>:</b>	<b>34,428,500 Shares</b>
<b>Number of International Offer Shares</b>	<b>:</b>	<b>390,041,500 Shares (subject to the Over-allotment Option)</b>
<b>Offer Price</b>	<b>:</b>	<b>HK\$5.88 per Offer Share, exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, and Stock Exchange trading fee of 0.005%</b>
<b>Nominal value</b>	<b>:</b>	<b>US\$0.000001 per Share</b>
<b>Stock code</b>	<b>:</b>	<b>1458</b>

*Joint Sponsors and Joint Global Coordinators*

**Morgan Stanley**

**CREDIT SUISSE**

*Joint Bookrunners and Joint Lead Managers*

**Morgan Stanley**

**CREDIT SUISSE**

**CMS**  **招商证券**

**ANNOUNCEMENT OF OFFER PRICE AND ALLOTMENT RESULTS**

## **SUMMARY**

### **Offer Price and Net Proceeds**

The Offer Price has been determined at HK\$5.88 per Offer Share (excluding brokerage of 1%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%).

Based on the Offer Price of HK\$5.88 per Offer Share, the net proceeds from the Global Offering to be received by the Company, after deduction of underwriting fees and commissions and estimated expenses payable by the Company in connection with the Global Offering and assuming the Over-allotment Option is not exercised, is estimated to be approximately HK\$2,370.0 million. The Company intends to apply such net proceeds in accordance with the purposes set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.

### **Applications under the Hong Kong Public Offering**

The Offer Shares initially offered under the Hong Kong Public Offering have been slightly under-subscribed. A total of 865 valid applications have been received pursuant to the Hong Kong Public Offering for a total of 34,428,500 Hong Kong Offer Shares, representing approximately 0.81 times of the total number of 42,447,000 Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering. No clawback mechanism has been effected.

Due to the under-subscription in the Hong Kong Public Offering, the reallocation procedures as described in the section headed “Structure of the Global Offering — Pricing and Allocation” in the Prospectus have been applied. A total number of 8,018,500 Hong Kong Offer Shares have been reallocated from the Hong Kong Public Offering to the International Offering. As a result of such reallocation, the final number of Offer Shares under the Hong Kong Public Offering has been reduced to 34,428,500 Offer Shares, representing approximately 8.11% of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option).

### **International Offering and Over-Allotment Option**

The Offer Shares initially offered under the International Offering have been moderately over-subscribed. After the reallocation, the final number of Offer Shares under the International Offering is 390,041,500 Shares, representing approximately 91.89% of the total number of the Offer Shares under the Global Offering (before any exercise of the Over-allotment Option).

The Directors confirm that no Offer Shares under the International Offering have been allocated to applicants who are core connected persons of the Company, the Directors, the existing Shareholders or their respective close associates within the meaning of the Listing Rules whether in their own name or through their nominees and the International Offering is in compliance with the Placing Guidelines for Equity Securities as set out in Appendix 6 to the Listing Rules. The Directors confirm that no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after completion of the Global Offering. The Directors confirm that none of the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers and the Underwriters and their respective affiliated companies and connected clients (as defined in Appendix 6 to the Listing Rules) have taken up any Shares for its own benefit under the Global Offering. The Directors confirm that there will not be any new substantial Shareholder immediately after the Global Offering within the meaning of the Listing Rules and the Company's public float will satisfy the minimum percentage prescribed by Rule 8.08 of the Listing Rules. The Directors confirm that the three largest public shareholders of the Company do not hold more than 50% of the Shares held in public hands at the time of the Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules. The Directors confirm that there will be at least 300 Shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

In connection with the Global Offering, the Company has granted the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators for itself and on behalf of the International Underwriters, at any time from the Listing Date until Sunday, December 4, 2016, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to 63,670,500 additional Shares, representing approximately 15% of the Offer Shares initially offered under the Global Offering, at the Offer Price to cover over-allocations in the International Offering, if any. There has been an over-allocation of 63,670,500 Shares in the International Offering and such over-allocation will be covered by exercising the Over-allotment Option in full or in part, or by making purchases in the secondary market at prices that do not exceed the Offer Price or through the stock borrowing arrangement under the Stock Borrowing Agreement between Morgan Stanley & Co. International plc and Healthy Origin Holdings Limited or a combination of these means. If the Over-allotment Option is exercised, an announcement will be made in accordance with the Listing Rules. As at the date of this announcement, the Over-allotment Option has not been exercised.

## **Results of Allocations**

In relation to the Hong Kong Public Offering, the Company announces that the results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be made available at the times and dates and in the manner specified below:

- in this announcement posted on the Company's website at [www.zhouheiya.cn](http://www.zhouheiya.cn) and the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 9:00 a.m. on Thursday, November 10, 2016;
- from the designated results of allocations website at [www.iporeresults.com.hk](http://www.iporeresults.com.hk) with a "search by ID" function on a 24-hour basis from 8:00 a.m. on Thursday, November 10, 2016 to 12:00 midnight on Wednesday, November 16, 2016;
- by telephone enquiry line by calling +852 2862 8669 between 9:00 a.m. and 10:00 p.m. from Thursday, November 10, 2016 to Sunday, November 13, 2016;
- in the special allocation results booklets which will be available for inspection during opening hours from Thursday, November 10, 2016 to Saturday, November 12, 2016 at all the receiving banks' designated branches.

The level of indication of interests in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares will also be published on Thursday, November 10, 2016 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) (the "Newspapers") on the Company's website at [www.zhouheiya.cn](http://www.zhouheiya.cn) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

## **Dispatch/Collection of Share Certificates and Refund Monies**

Applicants who apply for 1,000,000 or more Hong Kong Offer Shares and have provided all information required by their **WHITE** Application Forms and applicants who have applied for 1,000,000 Hong Kong Offer Shares or more through the **WHITE** Form eIPO service by submitting an electronic application through the designated website [www.eipo.com.hk](http://www.eipo.com.hk) and their application is wholly or partially successful, may collect their refund cheque(s) and/or share certificate(s) from Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Thursday, November 10, 2016, or such other date as notified by the Company in the Newspapers. If such applicants do not

collect their refund cheque(s) and/or share certificate(s) personally within the time specified for collection, they will be dispatched promptly to the address specified in their Application Forms by ordinary post at their own risk.

Applicants who have applied for less than 1,000,000 Hong Kong Offer Shares and have provided all information required by their **WHITE** Application Forms and applicants who have applied for less than 1,000,000 Hong Kong Offer Shares through the **WHITE Form eIPO** service by submitting an electronic application through the designated website [www.eipo.com.hk](http://www.eipo.com.hk) and their application is wholly or partially successful, will have their refund cheque(s) and/or share certificate(s) sent to their address on the relevant Application Form on or before Thursday, November 10, 2016, by ordinary post and at their own risk.

For applicants using the **White Form eIPO** service and who have paid the application monies from a single bank account, any refund monies will be dispatched to that bank account in the form of e-Refund payment instructions. For applicants using the **White Form eIPO** service and who have paid the application monies from multiple bank accounts, any refund monies will be dispatched to the address as specified in their application instructions in the form of refund cheque(s) by ordinary post at their own risk.

Wholly or partially successful applicants using a **YELLOW** Application Form or who gave **electronic application instructions** to HKSCC will have their share certificate(s) issued in the name of HKSCC Nominees and deposited into CCASS for credit to their designated CCASS Participant's stock account or their CCASS Investor Participant stock account as stated in their applications on Thursday, November 10, 2016, or, on any other date determined by HKSCC or HKSCC Nominees.

Wholly or partially unsuccessful applicants who have applied for 1,000,000 or more Hong Kong Offer Shares under **YELLOW** Application Forms may collect their refund cheque(s) from the Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Thursday, November 10, 2016, or such other date as notified by the Company in the Newspapers. If such applicants do not collect their refund cheque(s) personally within the time specified for collection, they will be dispatched promptly to the address specified in their Application Form by ordinary post at their own risk.

Wholly or partially unsuccessful applicants who have applied for less than 1,000,000 Hong Kong Offer Shares under **YELLOW** Application Forms will have their refund cheque(s) sent to the address on the relevant Application Form on or before Thursday, November 10, 2016, by ordinary post and at their own risk.

Refund of application monies in respect of wholly or partially unsuccessful applications who gave **electronic application instructions** to HKSCC will be credited to their designated bank account or the designated bank account of their broker or custodian on Thursday, November 10, 2016.

### **Commencement of Dealings in the Shares**

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 for the Offer Shares will only become valid certificates of title at 8:00 a.m. on Friday, November 11, 2016, provided that (i) the Global Offering has become unconditional in all respects and (ii) the right of termination as described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised.

Assuming that the Global Offering becomes unconditional in all aspects at or before 8:00 a.m. on Friday, November 11, 2016, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, November 11, 2016. The Shares will be traded in board lots of 500 Shares each. The stock code of the Company is 1458.

### **OFFER PRICE**

The Offer Price has been determined at HK\$5.88 per Offer Share (excluding brokerage of 1%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%).

### **NET PROCEEDS FROM THE GLOBAL OFFERING**

Based on the Offer Price of HK\$5.88 per Offer Share, the net proceeds from the Global Offering to be received by the Company, after deduction of underwriting fees and commissions and estimated expenses payable by the Company in connection with the Global Offering and assuming the Over-allotment Option is not exercised, are estimated to be approximately HK\$2,370.0 million. The Group intends to apply the proceeds from the Global Offering as follows:

- (i) approximately 35%, or HK\$829.5 million, will be used for development of processing facilities, logistics and storage centers;
  - approximately 5%, or HK\$118.5 million, will be used for the expansion and upgrade of our existing processing facilities, logistics and storage centers in Wuhan, Hubei Province and Shanghai;

- approximately 10%, or HK\$237.0 million, will be used for the establishment of an additional processing facility, logistics and storage center in Dongguan, Guangdong Province and the procurement of machinery and equipment for this planned processing facility, logistics and storage center;
  - approximately 20%, or HK\$474.0 million, will be used for the establishment of additional processing facilities, logistics and storage centers in eastern, southwestern and northern China, for which we have not identified any particular parcel of land and no definitive agreement has been entered into in this regard; and
- (ii) approximately 15%, or HK\$355.5 million, will be used for investments in our self-operated retail store network by upgrading existing stores and opening new stores;
  - (iii) approximately 12%, or HK\$284.4 million, will be used for implementation of our branding and marketing strategies, including expansion of our e-commerce team and online channels and brand image campaigns and sponsorships to enhance our brand recognition;
  - (iv) approximately 10%, or HK\$237.0 million, will be used for enhancing our research and development capabilities, including developing new products and developing and upgrading our processing and packaging technologies;
  - (v) approximately 10%, or HK\$237.0 million, will be used to pursue prudent acquisitions and further develop strategic alliances. We plan to further enhance our control over the production value chain and deepen our vertical integration by selectively acquiring or partnering with high-quality raw material suppliers to secure supply and ensure quality of key raw materials;
  - (vi) approximately 8%, or HK\$189.6 million, will be used for upgrading our information technology infrastructure, including upgrade of our ERP system, establishment of our big data infrastructure and analysis systems and integration of our membership programs across online and offline sales channels; and
  - (vii) approximately 10%, or HK\$237.0 million, will be used for general replenishment of working capital in order to improve our liquidity.

The above allocation of the net proceeds will be adjusted on a pro rata basis in the event that the Over-allotment Option is exercised. For details of the use of proceeds, see “Future Plans and Use of Proceeds” in the Prospectus for further details.



## APPLICATIONS UNDER THE HONG KONG PUBLIC OFFERING

The Offer Shares initially offered under the Hong Kong Public Offering have been slightly under-subscribed. At the close of the application lists at 12:00 noon on Friday, November 4, 2016, a total of 865 valid applications (including applications (i) on **WHITE** and **YELLOW** Application Forms, (ii) through giving **electronic application instructions** to HKSCC via CCASS, and (iii) to the **White Form eIPO** Service Provider through the **White Form eIPO** service) have been received pursuant to the Hong Kong Public Offering for a total of 34,428,500 Hong Kong Offer Shares, equivalent to approximately 0.81 times of the total number of 42,447,000 Hong Kong Offer Shares initially available under the Hong Kong Public Offering. No clawback mechanism has been effected.

Of the 865 valid applications on **WHITE** and **YELLOW** Application Forms or to the designated **White Form eIPO** Service Provider through **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk) and by **electronic application instructions** given to HKSCC for a total of 34,428,500 Hong Kong Offer Shares, a total of 856 valid applications in respect of a total of 17,428,500 Hong Kong Offer Shares were for Hong Kong Offer Shares with an aggregate subscription amount based on the maximum Offer Price of HK\$7.80 per Offer Share (excluding the brokerage, SFC transaction levy and the Stock Exchange trading fee) of HK\$5 million or less (representing approximately 0.82 times of the 21,223,500 Hong Kong Offer Shares initially comprised in pool A), and a total of 9 valid applications in respect of a total of 17,000,000 Hong Kong Offer Shares were for Hong Kong Offer Shares with an aggregate subscription amount based on the maximum Offer Price of HK\$7.80 per Offer Share (excluding the brokerage, SFC transaction levy and the Stock Exchange trading fee) of more than HK\$5 million (representing approximately 0.80 times of the 21,223,500 Hong Kong Offer Shares initially comprised in pool B).

No application has been rejected due to invalid application which is not completed in accordance with the instructions set out in the Application Forms. Two multiple applications or suspected multiple applications have been identified and rejected. No application has been rejected due to bounced cheque. No applications for more than 50% of the Hong Kong Offer Shares initially available under the Hong Kong Public Offering (being 42,447,000 Shares) have been identified.

Due to the under-subscription in the Hong Kong Public Offering, the reallocation procedures as described in the section headed “Structure of the Global Offering — Pricing and Allocation” in the Prospectus have been applied. A total number of 8,018,500 Hong Kong Offer Shares have been reallocated from the Hong Kong Public Offering to the International Offering. As a result of such reallocation, the final

number of Offer Shares available under the Hong Kong Public Offering has been reduced to 34,428,500 Offer Shares, representing approximately 8.11% of the total number of the Offer Shares available under the Global Offering (before any exercise of the Over-allotment Option).

The Hong Kong Offer Shares offered in the Hong Kong Public Offering were conditionally allocated on the basis set out in the paragraph headed “Basis of allotment under the Hong Kong Public Offering” below.

## **INTERNATIONAL OFFERING AND OVER-ALLOTMENT OPTION**

The Offer Shares initially offered under the International Offering have been moderately over-subscribed. After the reallocation, the final number of Offer Shares under the International Offering is 390,041,500 Shares, representing approximately 91.89% of the total number of the Offer Shares under the Global Offering (before any exercise of the Over-allotment Option).

In connection with the Global Offering, the Company has granted the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators for itself and on behalf of the International Underwriters, at any time from the Listing Date until Sunday, December 4, 2016, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to 63,670,500 additional Shares, representing approximately 15% of the Offer Shares initially offered under the Global Offering, at the Offer Price to cover over-allocations in the International Offering, if any. There has been an over-allocation of 63,670,500 Shares in the International Offering and such over-allocation will be covered by exercising the Over-allotment Option in full or in part, by making purchases in the secondary market at prices that do not exceed the Offer Price or through the stock borrowing arrangement under the Stock Borrowing Agreement between Morgan Stanley & Co. International plc and Healthy Origin Holdings Limited or a combination of these means. If the Over-allotment Option is exercised, an announcement will be made in accordance with the Listing Rules. As at the date of this announcement, the Over-allotment Option has not been exercised.

The Directors confirm that no Offer Shares under the International Offering have been allocated to applicants who are core connected persons of the Company, the Directors, the existing Shareholders or their respective close associates within the meaning of the Listing Rules whether in their own name or through their nominees and the International Offering is in compliance with the Placing Guidelines for Equity Securities as set out in Appendix 6 to the Listing Rules. The Directors confirm that no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after completion of the Global Offering.

The Directors confirm that none of the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers and the Underwriters and their respective affiliated companies and connected clients (as defined in Appendix 6 to the Listing Rules) have taken up any Shares for its own benefit under the Global Offering. The Directors confirm that there will not be any new substantial Shareholder immediately after the Global Offering within the meaning of the Listing Rules and the Company's public float will satisfy the minimum percentage prescribed by Rule 8.08 of the Listing Rules. The Directors confirm that the three largest public shareholders of the Company do not hold more than 50% of the Shares held in public hands at the time of the Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules. The Directors confirm that there will be at least 300 Shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

### **BASIS OF ALLOTMENT UNDER THE HONG KONG PUBLIC OFFERING**

Subject to the satisfaction of the conditions set out in the section headed "Structure of the Global Offering — Conditions of the Global Offering" in the Prospectus, valid applications made by the public on **WHITE** and **YELLOW** Application Forms, to the **White Form eIPO** Service Provider under the **White Form eIPO** service and through giving **electronic application instructions** to HKSCC via CCASS will be conditionally allocated on the basis set out below:

<b>NO. OF SHARES APPLIED FOR</b>	<b>NO. OF VALID APPLICATIONS</b>	<b>BASIS OF ALLOTMENT / BALLOT</b>	<b>APPROXIMATE PERCENTAGE ALLOTTED OF THE TOTAL NO. OF SHARES APPLIED FOR</b>
		<b>POOL A</b>	
500	177	500 Shares	100.00%
1,000	97	1,000 Shares	100.00%
1,500	43	1,500 Shares	100.00%
2,000	53	2,000 Shares	100.00%
2,500	29	2,500 Shares	100.00%
3,000	32	3,000 Shares	100.00%
3,500	11	3,500 Shares	100.00%
4,000	26	4,000 Shares	100.00%
4,500	13	4,500 Shares	100.00%
5,000	45	5,000 Shares	100.00%
6,000	29	6,000 Shares	100.00%
7,000	15	7,000 Shares	100.00%
8,000	17	8,000 Shares	100.00%

<b>NO. OF SHARES APPLIED FOR</b>	<b>NO. OF VALID APPLICATIONS</b>	<b>BASIS OF ALLOTMENT / BALLOT</b>	<b>APPROXIMATE PERCENTAGE ALLOTTED OF THE TOTAL NO. OF SHARES APPLIED FOR</b>
9,000	7	9,000 Shares	100.00%
10,000	59	10,000 Shares	100.00%
15,000	22	15,000 Shares	100.00%
20,000	31	20,000 Shares	100.00%
25,000	16	25,000 Shares	100.00%
30,000	29	30,000 Shares	100.00%
35,000	5	35,000 Shares	100.00%
40,000	11	40,000 Shares	100.00%
45,000	5	45,000 Shares	100.00%
50,000	20	50,000 Shares	100.00%
60,000	3	60,000 Shares	100.00%
70,000	5	70,000 Shares	100.00%
80,000	3	80,000 Shares	100.00%
90,000	2	90,000 Shares	100.00%
100,000	25	100,000 Shares	100.00%
200,000	12	200,000 Shares	100.00%
300,000	6	300,000 Shares	100.00%
400,000	4	400,000 Shares	100.00%
500,000	3	500,000 Shares	100.00%
600,000	1	600,000 Shares	100.00%
	<u>856</u>		

#### **POOL B**

1,000,000	6	1,000,000 Shares	100.00%
2,000,000	1	2,000,000 Shares	100.00%
4,000,000	1	4,000,000 Shares	100.00%
5,000,000	1	5,000,000 Shares	100.00%
	<u>9</u>		

The final number of Offer Shares comprised in the Hong Kong Public Offering is 34,428,500 Offer Shares, representing approximately 8.11% of the total number of the Offer Shares under the Global Offering. The final number of Offer Shares comprised in the International Offering is 390,041,500 Offer Shares, representing approximately 91.89% of the total number of the Offer Shares under the Global Offering.

## RESULTS OF ALLOCATIONS

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available at the times and dates and in the manner specified below:

- in this announcement posted on the Company’s website at [www.zhouheiya.cn](http://www.zhouheiya.cn) and the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) by no later than 9:00 a.m. on Thursday, November 10, 2016;
- from the designated results of allocations website at [www.iporeresults.com.hk](http://www.iporeresults.com.hk) with a “search by ID” function on a 24-hour basis from 8:00 a.m. on Thursday, November 10, 2016 to 12:00 midnight on Wednesday, November 16, 2016;
- by telephone enquiry line by calling +852 2862 8669 between 9:00 a.m. and 10:00 p.m. from Thursday, November 10, 2016 to Sunday, November 13, 2016;
- in the special allocation results booklets which will be available for inspection during opening hours from Thursday, November 10, 2016 to Saturday, November 12, 2016 at all the receiving banks’ designated branches as set out below:

### Standard Chartered Bank (Hong Kong) Limited

	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central
	Quarry Bay Branch	G/F, Westlands Gardens, 1027 King’s Road, Quarry Bay
	Causeway Bay Branch	G/F to 2/F, Yee Wah Mansion, 38-40A Yee Wo Street, Causeway Bay

	<b>Branch name</b>	<b>Address</b>
Kowloon	Kwun Tong Hoi Yuen Road Branch	G/F, Fook Cheong Building, No. 63 Hoi Yuen Road, Kwun Tong
	San Po Kong Branch	Shop A, G/F, Perfect Industrial Building, 31 Tai Yau Street, San Po Kong
	68 Nathan Road Branch	Basement, Shop B1, G/F and M/F Golden Crown Court, 66-70 Nathan Road, Tsim Sha Tsui
New Territories	Shatin Plaza Branch	Shop No. 8, Shatin Plaza, 21-27 Shatin Centre Street, Shatin

**Bank of Communications Co., Ltd. Hong Kong Branch**

	<b>Branch name</b>	<b>Address</b>
Hong Kong Island	Central District Sub-Branch	G/F., Far East Consortium Building, 125A Des Voeux Road C., Central
	Kennedy Town Sub-Branch	G/F., 113-119 Belcher's Street, Kennedy Town
Kowloon	Cheung Sha Wan Plaza Sub-Branch	Unit G04 on G/F., Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road
New Territories	Tiu Keng Leng Sub-Branch	Shops Nos. L2-064 and L2-065, Level 2, Metro Town, Tiu Keng Leng

The level of indication of interests in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares will also be published on Thursday, November 10, 2016 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on the Company's website at [www.zhouheiya.cn](http://www.zhouheiya.cn) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
A9230729	1000						
C3862494	500						
C395089A	1500						
C6022519	500						
C6045764	500						
C6132632	500						
D5867976	500						
D649152A	500						
D6538208	500						
E4383838	500						
E4906490	4000						
E527496A	2000						
E9101865	500						
E9799269	500						
G084772A	500						
G255794A	500						
G3868574	500						
G4509543	500						
G6244946	500						
G8117534	1000						
H3635009	1000						
K090922A	500						
K1812459	1000						
K4911431	1500						
K7790112	500						
M0214936	500						
P5739881	500						
P8207295	500						
R1669426	500						
R8396786	1000						
V0590037	2000						
Y1648398	500						
Z6367470	500						
Z7268271	500						

Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
A5301591	1000						
E8419268	500						
M0870507	500						
R050993A	30000						



Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
0002428	3500	296415219	500	712140014	4000	GS076795B	10000
0003399	6000	297241226	3000	712193818	500	GS076899B	10000
00107461X	500	300028	1000	712315251	15000	GS082506B	50000
001121538	500	3010113674	2500	773305586	25000	GS082773B	10000
001151952	1500	30114003X	30000	773558001	200000	GS088596B	40000
001213818	1000	302080422	4500	773558002	1000000	GS088973B	3000
001292110	4000	302140042	500	773558003	1000	GS110873B	20000
002050261	15000	302161024	10000	773558004	50000	GS113819B	500
002115226	1000	30217741X	1500	773558005	50000	GS117021B	10000
002170155	4500	304291515	1500	773558006	50000	GS118392B	2000
005152915	6000	305050524	4500	773558007	50000	GS118857B	50000
005240215	500	30505132X	10000	773558008	300000	GS123718B	20000
007134540	4000	307180015	30000	788632347	2500	H3994629	2000
007219738	500	310090333	5000	804283570	1000	H4330732	1500
008037274	2000	310103195	5000	805151535	10000	IS1135776	2000
008638800	2000	310183935	5000	805216816	2000	IS1481473	500
009023021	4000	312140012	500	809211734	6000	IS1664784	20000
009140000	1000	312284074	1000	81019457X	4000	IS1822690	500
01024081X	1500	312317914	10000	810595200	2000	IS2553844	500
01175022	500	320113197	3000	811043418	500	IS2613023	1500
012095797	60000	320623198	200000	811054034	4500	IS3361353	500
014580001	2000	346322571	500	812310220	4000	IS3583566	4000
018008400	4000	357533462	6000	903222528	3000	IS3631108	5000
018073000	500	363532557	500	904203424	500	IS3872423	500
0394855	500	366361699	500	905300025	1000	IS4059297	1500
0447236	400000	366363869	1000	906224114	1000	IS4439817	1000
0512200	10000	370305198	2500	90623605X	500	IS4888809	4000
0658164	7000	371275876	20000	908092511	3000	IS5050220	500
0661216	7000	374076172	50000	909210017	7000	IS5781590	1000
0699657	1500	375050549	6000	910110039	5000	IS5941153	2000
0941813	4500	379115827	2000	910290071	500	IS6509977	500
0955553	1500	402033514	6000	911018623	8000	IS6538631	500
0991465	500	402173310	15000	911190211	1500	IS6660225	2000
10147519	500	403050026	10000	911241031	1000	IS7132534	1500
10261389	6000	403231244	500	912037037	6000	IS7195236	100000
10274260	3000	404230418	500	912164176	500	IS7325543	1000
10280170	1000	405090810	3000	A00305974	15000	IS7519624	500
105140113	2500	405240394	2500	B9481058	25000	IS8131899	2000
106072428	500	408100336	8000	C06189432	1000	IS8733688	1000
107060215	10000	409060099	500	C18643171	7000	IS9494435	7000
107102022	500	410050324	1000	C214349	6000	IS9593013	1500
107213319	10000	410527197	1000	C2530412	2000	K2248484	1000
107236672	500	411286219	4500	C25331213	100000	K297049A	1000
108065617	15000	420521198	1000	C4209514	5000	K3032531	50000
108081517	2000	430602196	40000	C622713	5000	K369822A	8000
109034970	500	440301198	1000	D2912806	500	K3703258K	1000
109040713	1000	441302197	25000	D3984010	20000	K4553349	3000
110050320	1500	502020130	6000	D6447954	2000	K563475A	500
11030254X	10000	502104375	7000	D6533931	1000	K6963986	2500
111162021	1500	505151039	10000	E02825052	2000	K7636164	500
140322199	500	505163839	15000	E04168661	2500	K8006415	1000
200053080	1500	506012728	10000	E06176336	20000	K979364A	25000
201096911	2000	507203111	500	E06176337	15000	M0748752	500
201100054	2000	508030919	35000	E1120402	40000	M149083A	500
201268816	2500	509250095	3000	E21653603	1000	M1940657	500
203180176	10000	509261629	500	E26887979	9000	M3050608	500
204010078	500	510055222	1000	E284577A	5000	M3106166	7000
204241021	500	510210034	1000	E34581608	2000	M3315105	4000
205031413	1000	511080051	1000	E37691270	4000	M3742941	500
206110024	20000	511193213	50000	E5464718	4000	M4237086	500
208082909	500	512010025	35000	E6339151	10000	M4924962	1000
209124614	4000	512061124	1000	E7117799	500	M4955655	3000
209157345	2000	512193215	500	G02122152	20000	OS182420	6000
210234013	500	60115423X	500	G049746A	100000	OS183165	15000
211163973	500	602160233	6000	G1992707	15000	OS200561	3500
212006704	2500	605180010	1500	G20674203	500	OS380695	3500
212302815	500	606050834	1500	G236907G	500	P0076272	1000
222174518	5000	60614287X	500	G29149396	25000	P0193538	5000
224395053	500	607040026	3000	G31598266	9000	P0406159	1000
229237862	300000	607040633	500	G32708379	10000	P3456173	500
259583631	2500	607066218	20000	G42237895	500	P5641776	100000
262065001	20000	608020036	500	G46711110	20000	P564550A	25000
262065002	20000	609083218	15000	G48195508	500	P6100418	500
262065003	20000	609130413	100000	G50195361	5000	P7387613	2500
262065004	25000	609203039	2500	G52229769	1500	P7682895	1000
262065005	30000	610102198	25000	G6053164	4000	R0317259	500
262065006	40000	612055515	1000	G61154241	500	R1489185	10000
262065007	45000	612062441	5000	G6330311	1000	R2344598	400000
262065008	100000	61221061X	20000	GS000527B	400000	R4496255	500
262065009	500000	612301518	6000	GS007858B	8000	R5637022	20000
267147783	200000	701034868	1000	GS029702B	50000	R5665573	3000
282228543	1500	701208011	500	GS051857B	70000	R6148521	1000
290076223	100000	703032548	6000	GS057632B	100000	R6148580	1000
290090232	1000	704260016	1000	GS057690B	10000	R6322920	1000
290133552	10000	7081111013	10000	GS065832B	30000	R7458788	2000
291683C	8000	708233713	500	GS067129B	5000	R805901	7000
292658C	50000	711202017	500	GS069382B	10000	V0583634	1500
296301112	6000	711240035	500	GS069772B	10000	V0605824	2000

Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
W55401152	500						
W68453309	30000						
W85649136	1000						
XE6361100	1500						
Y0565065	500						
Y2504268	1000						
Y2627580	1000						
Z1616952	1000						
Z1934660	2000						
Z360683	500						
Z815900A	1000						
Z9693069	1000						
Z988457	2000						

## **DISPATCH/COLLECTION/POSTING OF SHARE CERTIFICATES AND REFUND MONIES**

### **For applications under WHITE Application Forms or through the White Form eIPO Service**

Applicants who apply for 1,000,000 or more Hong Kong Offer Shares and have provided all information required by their **WHITE** Application Forms and applicants who have applied for 1,000,000 Hong Kong Offer Shares or more through the **WHITE** Form eIPO service by submitting an electronic application through the designated website [www.eipo.com.hk](http://www.eipo.com.hk) and their application is wholly or partially successful, may collect their refund cheque(s) and/or share certificates in person from Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Thursday, November 10, 2016, or such other date as notified by the Company in the Newspapers. Applicants being individuals who are eligible for personal collection cannot authorise any other person to make collection on their behalf. Corporate applicants which are eligible for personal collection must attend through their authorized representatives bearing letters of authorization from their corporations stamped with their corporation's chop. Both individuals and authorized representatives must produce, at the time of collection, evidence of identity acceptable to the Hong Kong Share Registrar. If such applicants do not collect their refund cheque(s) and/or share certificate(s) personally within the time specified for collection, they will be dispatched promptly to the address specified in their Application Form by ordinary post at their own risk.

Applicants who have applied for less than 1,000,000 Hong Kong Offer Shares and have provided all information required by their **WHITE** Application Forms and applicants who have applied for less than 1,000,000 Hong Kong Offer Shares through the **WHITE** Form eIPO service by submitting an electronic application through the designated website [www.eipo.com.hk](http://www.eipo.com.hk) and their application is wholly or partially successful, will have their refund cheque(s) and/or share certificate(s) sent to their address on the relevant Application Form on or before Thursday, November 10, 2016, by ordinary post and at their own risk.

For applicants using the **White Form eIPO** service and who have paid the application monies from a single bank account, any refund monies will be dispatched to that bank account in the form of e-Refund payment instructions. For applicants using the **White Form eIPO** service and who have paid the application monies from multiple bank accounts, any refund monies will be dispatched to the address as specified in their application instructions in the form of refund cheque(s) by ordinary post at their own risk.

**For applications using YELLOW Application Forms and/or via electronic application instructions to HKSCC**

Wholly or partially successful applicants using a **YELLOW** Application Form or who gave **electronic application instructions** to HKSCC will have their share certificate(s) issued in the name of HKSCC Nominees and deposited into CCASS for credit to their designated CCASS Participant's stock account or their CCASS Investor Participant stock account as stated in their applications on Thursday, November 10, 2016, or, on any other date determined by HKSCC or HKSCC Nominees.

Wholly or partially unsuccessful applicants who have applied for 1,000,000 or more Hong Kong Offer Shares under **YELLOW** Application Forms may collect their refund cheque(s) from the Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Thursday, November 10, 2016 or such other date as notified by the Company in the Newspapers. Individual applicants eligible for personal collection must not authorize any other person to collect for them. For corporate applicants which are eligible for personal collection, their authorized representative(s) must bear a letter of authorization from such corporation(s) stamped with such corporation's chop. Both individuals and authorized representatives must produce, at the time of collection, evidence of identity acceptable to the Hong Kong Share Registrar. If such applicants do not collect their refund cheque(s) personally within the time specified for collection, they will be dispatched promptly to the address specified in their Application Form by ordinary post at their own risk.

Wholly or partially unsuccessful applicants who have applied for less than 1,000,000 Hong Kong Offer Shares under **YELLOW** Application Forms will have their refund cheque(s) sent to the address on the relevant Application Form on or before Thursday, November 10, 2016 by ordinary post and at their own risk.

Applicants applying through a designated CCASS Participant (other than a CCASS Investor Participant) should check the number of Hong Kong Offer Shares allocated to them with that CCASS Participant.

Refund monies for wholly or partially unsuccessful applications who gave **electronic application instructions** to HKSCC will be credited to their designated bank account or the designated bank account of their broker or custodian on Thursday, November 10, 2016. Applicants applying as a CCASS Investor Participant should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, November 10, 2016, or such other date as determined by HKSCC or HKSCC Nominees. Applicants applying as a CCASS Investor Participant giving electronic application instructions to HKSCC may also check the amount of their refund monies via the CCASS Phone System and the CCASS Internet

System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time) on Thursday, November 10, 2016. HKSCC will also make available to CCASS Investor Participants an activity statement showing the amount of the refund monies (if any) credited to their designated bank account.

No temporary document of title will be issued in respect of the Shares and no receipt will be issued for sums paid on application.

## **PUBLIC FLOAT**

Immediately following completion of the Global Offering and before any exercise of the Over-allotment Option, not less than 25% of the total issued share capital of the Company will be held by the public. The Directors confirm that the number of Shares to be held by the public will satisfy the minimum percentage prescribed under Rule 8.08 of the Listing Rules.

The Directors confirm that the three largest public shareholders of the Company do not hold more than 50% of the Shares held in public hands at the time of the Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules. The Directors confirm that there will be at least 300 Shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

## **COMMENCEMENT OF DEALINGS IN THE SHARES**

Share certificates will only become valid at 8:00 a.m. on Friday, November 11, 2016 provided that (i) the Global Offering has become unconditional in all respects and (ii) the right of termination as described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised.

Assuming that the Global Offering becomes unconditional in all aspects at or before 8:00 a.m. on Friday, November 11, 2016, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, November 11, 2016. The Shares will be traded in board lots of 500 Shares and the stock code of the Company is 1458.

By Order of the Board  
**Zhou Hei Ya International Holdings Company Limited**  
**Zhou Fuyu**  
*Chairman*

Hong Kong, November 10, 2016

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Zhou Fuyu, Mr. Zhu Yulong, Mr. Wen Yong, Mr. Hu Jiaqing and Mr. hao Lixiao, as executive Directors; Mr. Pan Pan as a non-executive Director; Mr. Wu Chi Keung, Mr. Chan Kam Ching, Paul and Mr. Lu Weidong, as independent non-executive Directors.*

*Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).*