

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 14 June 2017 (the “**Prospectus**”) issued by Basetrophy Group Holdings 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 securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and the Public Offer described below before deciding whether or not to invest in the Offer Shares thereby being offered.



Basetrophy Group Holdings Limited
基地錦標集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

**LISTING ON THE GROWTH ENTERPRISE MARKET
OF THE STOCK EXCHANGE OF HONG KONG LIMITED
PUBLIC OFFER**

Number of Offer Shares : 250,000,000 Shares
Offer Price : Not more than HK\$0.24 per Offer Share
and not less than HK\$0.20 per Offer Share
(payable in full on application in Hong
Kong dollars and subject to refund) plus
brokerage of 1%, SFC transaction levy of
0.0027%, and Stock Exchange trading fee
of 0.005%
Nominal Value : HK\$0.01 per Share
Stock Code : 8460

Sole Sponsor

FRONTPAGE 富比

Frontpage Capital Limited

Joint Lead Managers



Supreme China Securities Limited
智華證券有限公司

FRONTPAGE 富比

THE PUBLIC OFFER

The Public Offer comprises of 250,000,000 Shares, representing 100% of the total number of Offer Shares.

Application has been made by the Company through its Sole Sponsor, Frontpage Capital Limited, having its office at 26/F., Siu Ou Centre, 188 Lockhart Road, Wan Chai, Hong Kong, to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Public Offer (including any additional Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Scheme).

If the Stock Exchange grants the listing of, and permission to deal in, the Shares on the Growth Enterprise Market of The Stock Exchange (“GEM”) and the Company complies 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 any other date HKSCC chooses. Settlement of transactions between Exchange Participants (as defined in the GEM Listing Rules) is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

The Offer Price will be not more than HK\$0.24 per Offer Share and is expected to be not less than HK\$0.20 per Offer Share, unless otherwise announced. Applicants for the Offer Shares shall pay in full, on application, the maximum Offer Price of HK\$0.24 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$0.24 per Offer Share.

If the Offer Price as finally determined is less than HK\$0.24 per Offer Share, appropriate refund payments (including the brokerage fee, the SFC transaction levy and the Stock Exchange trading fee attributable to the surplus application monies) will be made to successful applicants without interest. Further details are set out in the section headed “How to apply for the Offer Shares – 12. Refund of application monies” in the Prospectus.

The Public Offer is conditional upon the fulfillment of the conditions as set out in the section headed “Structure and conditions of the Public Offer – Conditions of the Public Offer” in the Prospectus. If such conditions are not fulfilled (or, where applicable, waived by the Joint Lead Managers (for themselves and on behalf of the Underwriters) in accordance with the terms and conditions of the Public Offer Underwriting Agreement on or before the dates and times as specified therein, the Public Offer will lapse and thereafter, all money received will be refunded to subscribers of the Public Offer without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Public Offer will be published on the Stock Exchange website at *www.hkexnews.hk* and the Company’s website at *www.wbgroupfw.com.hk* on the next business day immediately following the date of such lapse.

The Offer Shares are fully underwritten by the Underwriters under the terms of the Public Offer Underwriting Agreement. Prospective investors should note that the Joint Lead Managers (for themselves and on behalf of the Underwriters) are entitled to terminate their obligations under the Public Offer Underwriting Agreement by giving notice in writing to the Company upon the occurrence of any of the events set forth in the section headed “Underwriting – Underwriting arrangements and expenses – Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Tuesday, 27 June 2017.

Applications for the Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the related Application Forms.

Applicants who wish to have the Offer Shares allotted and issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who wish to have the Offer Shares allotted and issued 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 **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 14 June 2017, until 12:00 noon on Monday, 19 June 2017 from: (i) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or (ii) your stockbroker, who may have such Application Forms and the Prospectus available.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**HORSFORD NOMINEES LIMITED – BASETROPHY 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:

Wednesday, 14 June 2017	–	9:00 a.m. to 5:00 p.m.
Thursday, 15 June 2017	–	9:00 a.m. to 5:00 p.m.
Friday, 16 June 2017	–	9:00 a.m. to 5:00 p.m.
Saturday, 17 June 2017	–	9:00 a.m. to 1:00 p.m.
Monday, 19 June 2017	–	9:00 a.m. to 12:00 noon

The latest time for lodging the application is 12:00 noon on Monday, 19 June 2017. The application lists will be open from 11:45 a.m. to 12:00 noon on the same date, the last application day or such later time as described in the paragraph headed "How to apply for the Offer Shares – 9. Effect of bad weather on the opening of the application lists" of the Prospectus.

CCASS Participants can input electronic application instructions from 9:00 a.m. on Wednesday, 14 June 2017 until 12:00 noon on Monday, 19 June 2017 or such later time as described in the section headed "How to apply for the Offer Shares – 9. Effect of bad weather on the opening of the application lists" in the Prospectus.

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

You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Joint Lead Managers and our Hong Kong Branch Share Registrar.

Please refer to the sections headed “Structure and conditions of the Public Offer” and “How to apply for the Offer Shares” in the Prospectus for details of the conditions and procedures of the Public Offer.

The final Offer Price is expected to be determined by agreement between the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently expected to be on or around Tuesday, 20 June 2017 (Hong Kong time), or such later date as the parties may agree. If, for any reason, the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters) are unable to agree on the Offer Price on or before Tuesday, 20 June 2017 (Hong Kong time) or such later date as may be agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters), the Public Offer will not become unconditional and will lapse. In such event, the Company will issue an announcement on the Stock Exchange website at www.hkexnews.hk and the Company’s website at www.wbgroupfw.com.hk.

The Company expects to announce the final Offer Price, the results of applications and the level and the basis of allocation of the Offer Shares on Monday, 26 June 2017 on the Company’s website at www.wbgroupfw.com.hk 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 Public Offer will be available in the manner specified in the section headed “How to apply for the Offer Shares – 10. Publication of results” of the Prospectus on Monday, 26 June 2017.

The Company will not issue any receipts for sum paid on application or temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Tuesday, 27 June 2017 provided that the Public Offer has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. Assuming the Public Offer becomes unconditional in all respects and the Public Offer Underwriting Agreement is not terminated in accordance with its terms prior to 8:00 a.m. on Tuesday, 27 June 2017, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 27 June 2017. The Shares will be traded in board lots of 10,000 Shares each and the Stock Code is 8460.

By order of the Board
Basetrophy Group Holdings Limited
Lau Chung Ho
Executive Director

Hong Kong, 14 June 2017

As at the date of this announcement, the executive Directors are Ms. Yuen Suk Har and Mr. Lau Chung Ho, and the independent non-executive Directors are Mr. Ng Ki Man, Mr. Iu Tak Ming Teddy and Mr. Chong Kam Fung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement and a copy of the Prospectus will remain on the GEM website at www.hkgem.com and the Stock Exchange’s website at <http://www.hkexnews.hk> and in the case of this announcement, on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at www.wbgroupfw.com.hk.