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*Unless the content requires otherwise, the capitalised terms used herein shall have the same meanings as defined in the prospectus (the “**Prospectus**”) of eBroker Group Limited (the “**Company**”) dated 30 January 2019.*

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any Shares or other securities of the Company. Potential investors should read the Prospectus 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.

*In connection with the Share Offer, Head & Shoulders Securities Limited as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilising 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 Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action. Such stabilising action, if taken, (i) will be conducted at the absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and in what the Stabilising Manager reasonably regards as the best interest of our Company; (ii) may be discontinued at any time; and (iii) is required to be brought to an end within 30 days of the last day for lodging applications under the Hong Kong Public Offering. Such stabilisation action may only be commenced if the size of the Share Offer is HK\$100 million or above. The 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, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).*

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

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States of America (including its territories and possessions, any state of the United States of America 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 of America. The Hong Kong Offer Shares have not been, and will not be, registered under the US Securities Act of 1933, as amended (the “**US Securities Act**”). The securities may not be offered or sold, pledged or transferred within the United States of America except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act. There will be no public offer of securities in the United States of America.*

eBROKER GROUP LIMITED

電子交易集團有限公司

(Incorporated in the Cayman Islands with limited liability)

LISTING ON GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED SHARE OFFER

Number of Offer Shares	:	230,000,000 Shares
Number of Placing Shares	:	207,000,000 Shares (subject to reallocation and the Adjustment Options)
Number of Hong Kong Offer Shares	:	23,000,000 Shares (subject to reallocation)
Offer Price	:	Not more than HK\$0.44 per Offer Share and expected to be not less than HK\$0.28 per Offer Share (payable in full upon application 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\$0.001 per Share
Stock code	:	8036

Sole Sponsor



Sole Lead Manager



Joint Bookrunners



Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Share Offer (including any Shares which may be issued pursuant to the exercise of any of the Adjustment Options and any options which may be granted under the Share Option Scheme) as described in the Prospectus.

The Share Offer comprises the Placing and the Hong Kong Public Offering. A total of 230,000,000 Shares (subject to the Adjustment Options) will be made available under the Share Offer, of which 207,000,000 Shares (subject to reallocation and the Adjustment Options), representing 90% of the Offer Shares, will be conditionally placed under the Placing. The remaining 23,000,000 Shares (subject to reallocation), representing 10% of the Offer Shares, will be offered under the Hong Kong Public Offering. The allocation of the Offer Shares between the Placing and the Hong Kong Public Offering is subject to adjustment as described in the section headed “Structure and conditions of the Share Offer” in the Prospectus.

In connection with the Share Offer, the Company intends to grant the Adjustment Options to the Placing Underwriters, which are exercisable by the Sole Lead Manager (for itself and on behalf of the Placing Underwriters), pursuant to which the Sole Lead Manager (for itself and on behalf of the Placing Underwriters) may either exercise the Offer Size Adjustment Option prior to the Listing, if the final Offer Price is less than HK\$0.435, or exercise the Over-allotment Option at any time during the 30-day period after the last day for lodging applications under the Hong Kong Public Offering, if the final Offer Price is HK\$0.435 or above, to require the Company to allot and issue up to an aggregate of 34,500,000 additional new Shares, representing 15% of the initial number of the Offer Shares at the Offer Price to cover over-allocations in the Placing, if any. The Company will disclose in its allotment results announcement whether and to what extent the Offer Size Adjustment Option has been exercised, and will confirm in the announcement that, if the Offer Size Adjustment Option is not exercised by then, the Offer Size Adjustment 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.ebrokersystems.com**. 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 Company’s website at **www.ebrokersystems.com**.

The Offer Price will not be more than HK\$0.44 and is expected to be not less than HK\$0.28 unless otherwise announced. The Offer Price is expected to be fixed by agreement between the Sole Lead Manager (for itself and on behalf of the Underwriters) and the Company on the Price Determination Date, which is expected to be on or about Monday, 11 February 2019, but in any event not later than 12:00 noon (Hong Kong time) on Wednesday, 13 February 2019. If, for any reason, the Offer Price is not agreed by 12:00 noon on Wednesday, 13 February 2019 between the Company and the Sole Lead Manager (for itself and on behalf of the Underwriters), the Share Offer will not become unconditional and will lapse immediately. In such event, the Company will issue an announcement on the website of Stock Exchange at **www.hkexnews.hk** and the Company’s website at **www.ebrokersystems.com**.

Applicants for the Hong Kong Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$0.44, together with the brokerage fee of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%. If an application for the Hong Kong Offer Shares is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.44 (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Share Offer are not fulfilled in accordance with the section headed “Structure and conditions of the Share Offer — Conditions of the Share Offer” in the Prospectus or if any application for the Hong Kong Offer Shares is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

Subject to the granting of the listing of, and permission to deal in, all Shares in issue and may be allotted and issued on GEM and the 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 commencement date of dealings in the Shares on GEM or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to 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.

Application for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set forth in the Prospectus and the Application Forms and the designated website at www.hkeipo.hk for the HK eIPO White Form.

Applicants who wish for the Hong Kong Offer Shares to be allotted in their own names should (i) complete and sign the **WHITE** Application Forms or (ii) submit applications online at www.hkeipo.hk under the **HK eIPO White Form** service.

Applicants who wish for the Hong Kong Offer Shares allotted in the name of HKSCC Nominees Limited 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 Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 30 January 2019 until 12:00 noon on Friday, 8 February 2019 from:

(i) the following address of the Hong Kong Underwriter(s):

Head & Shoulders Securities Limited at Room 2511, 25/F, Cosco Tower, 183 Queen’s Road Central, Hong Kong.

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

District	Branch Name	Address
Hong Kong Island	Queen's Road East- DBS Treasures Centre	Shop A, G/F, Jonsim Place, 228 Queen's Road East, Wanchai
Kowloon	Amoy Plaza Branch	Shops G193-195, Amoy Plaza, 77 Ngau Tau Kok Road, Ngau Tau Kok
New Territories	Ma On Shan Branch	Shop 205-206, Level 2, Ma On Shan Plaza, Ma On Shan

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 30 January 2019 until 12:00 noon on Friday, 8 February 2019 at 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 the **YELLOW** Application Forms and copies of the printed Prospectus available.

The application for the Hong Kong Offer Shares will commence on Wednesday, 30 January 2019 through Friday, 8 February 2019, being longer than normal market practice of four days. The application monies (including the brokerages, SFC transaction levies and Stock Exchange trading fees) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to the applicants without interest on Monday, 18 February 2019. Investors should be aware that the dealings in the Shares on GEM are expected to commence on Tuesday, 19 February 2019.

The Prospectus is also available on the Stock Exchange's website at www.hkexnews.hk and on the Company's website at www.ebrokersystems.com from Wednesday, 30 January 2019.

Both **WHITE** and **YELLOW** Application Forms, completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order attached and marked payable to "Ting Hong Nominees Limited – eBroker Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank released to above, at the following times:

Wednesday, 30 January 2019	– 9:00 a.m. to 5:00 p.m.
Thursday, 31 January 2019	– 9:00 a.m. to 5:00 p.m.
Friday, 1 February 2019	– 9:00 a.m. to 5:00 p.m.
Saturday, 2 February 2019	– 9:00 a.m. to 1:00 p.m.
Monday, 4 February 2019	– 9:00 a.m. to 5:00 p.m.
Friday, 8 February 2019	– 9:00 a.m. to 12:00 noon.

Applicants applying by **HK eIPO White Form** may submit applications through the designated website at **www.hkeipo.hk** from 9:00 a.m. on Wednesday, 30 January 2019 until 11:30 a.m. on Friday, 8 February 2019 or by such later time as described in the section headed “How to apply for Hong Kong Offer Shares — Effect of bad weather on the opening of the application lists” in the Prospectus.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Wednesday, 30 January 2019 until 12:00 noon on Friday, 8 February 2019 (24 hours daily, except on Friday, 8 February 2019, the last application day). While CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Wednesday, 30 January 2019 – 9:00 a.m. to 8:30 p.m.
Thursday, 31 January 2019 – 8:00 a.m. to 8:30 p.m.
Friday, 1 February 2019 – 8:00 a.m. to 8:30 p.m.
Saturday, 2 February 2019 – 8:00 a.m. to 1:00 p.m.
Monday, 4 February 2019 – 8:00 a.m. to 8:30 p.m.
Friday, 8 February 2019 – 8:00 a.m. to 12:00 noon

Note: The times in this sub-section are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

The Share Offer is conditional upon the fulfillment of the conditions set forth under the section headed “Structure and conditions of the Share Offer” in the Prospectus.

The Offer Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreements. Prospective investors of the Offer Shares should note that the Sole Lead Manager is entitled, in its sole and absolute discretion, to terminate the Underwriters’ obligations under the Underwriting Agreements by notice in writing to the Company, upon the occurrence of any of the events set forth under the section headed “Underwriting — 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 expected to be Tuesday, 19 February 2019. In the event that the conditions of the Share Offer as mentioned therein are not fulfilled or waived (as the case may be) on or before such dates and times, the Share Offer will lapse and all monies received will be refunded to the applicants of the Share Offer without interest and the Stock Exchange will be notified immediately. If the Share Offer does not become unconditional or the Underwriting Agreements are terminated in accordance with their terms, the Company will make an announcement as soon as possible on the website of the Stock Exchange at **www.hkexnews.hk** and the Company’s website at **www.ebrokersystems.com** on the next business day following the date of such lapse.

The Company expects to announce the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Monday, 18 February 2019, (i) on the website of the Stock Exchange at www.hkexnews.hk; and (ii) on the Company's website at www.ebrokersystems.com. 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 through a variety of channels from Monday, 18 February 2019 as described in the section headed "How to apply for Hong Kong Offer Shares — Publication of results" in the Prospectus.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Tuesday, 19 February 2019. The Shares will be traded in board lots of 10,000 Shares each. The stock code is 8036.

The Company will not issue any temporary documents of title nor any receipts for sums paid on application. Share certificates will only become valid certificates of title at 8:00 a.m. (Hong Kong time) on the Listing Date provided that the Hong Kong Public Offering has become unconditional in all respects.

By order of the Board
eBroker Group Limited
CHAN Lap Tak, Douglas
Chairman

Hong Kong, 30 January 2019

As at the date of this announcement, the executive Directors are Mr. CHAN Lap Tak, Douglas and Mr. LO Chi Ho and the independent non-executive Directors are Mr. CHAN Chi Kwong Dickson, Mr. LIU Kin Sing and Mr. AU YEUNG Po 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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement and a copy of the Prospectus will remain on the Stock Exchange's website at www.hkexnews.hk for at least seven days from the day of its posting. This announcement and a copy of the Prospectus will also be published and will remain on the Company's website at www.ebrokersystems.com.