

Unless otherwise defined in this announcement, terms defined in the Prospectus dated 1 February 2018 (the “**Prospectus**”) issued by MECOM Power and Construction Limited (the “**Company**”) have the same meanings when used in this announcement.

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This announcement is for information purposes only and does not constitute an invitation or offer or an invitation to induce and offer by any person to acquire, purchase or subscribe for securities or any Shares under the Global Offering.

This announcement is not, and is not intended to be, an offer of securities of the Company for sale in or into the United States. The Hong Kong Offer 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**”), or the securities laws of any state of the United States, and may not be offered or sold within the United States (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable state or local securities law. The Hong Kong Offer Shares are being offered and sold outside of the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act. There will not be any public offering of securities in the United States. This announcement and the information contained herein are not for release, publication or distribution, directly or indirectly, in or into the United States.

In connection with the Global Offering, Sinolink Securities (Hong Kong) Company Limited, as the 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 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, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, its affiliates 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 the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. 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, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that 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 8 March 2018, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken. Demand for the Shares, and therefore the price of the Shares, could fall.

Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares thereby being offered. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus and the related Application Forms. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong.



MECOM Power and Construction Limited

澳能建設控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	300,000,000 Shares (comprising 240,000,000 new Shares and 60,000,000 Sale Shares (subject to the Over-allotment Option))
Number of Hong Kong Offer Shares	:	30,000,000 Shares (subject to reallocation)
Number of International Placing Shares	:	270,000,000 Shares (comprising 210,000,000 new Shares and 60,000,000 Sale Shares (subject to reallocation and the Over-allotment Option))
Offer Price	:	not more than HK\$1.25 per Offer Share and expected to be not less than HK\$1.00 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	:	1183

Sole Sponsor



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus (including the Shares which may be issued pursuant to the exercise of the Over-allotment Option and the Shares to be issued upon the exercise of options that may be granted under the Share Option Scheme). Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. on Tuesday, 13 February 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, 13 February 2018. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.mecommacau.com and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the: (1) Hong Kong Public Offering of 30,000,000 Shares (subject to reallocation), representing 10% of the Offer Shares initially available under the Global Offering; and (2) International Placing of 270,000,000 Shares (comprising 210,000,000 new Shares and 60,000,000 Sale Shares) (subject to reallocation and the Over-allotment Option pursuant to which the Company may be required to allot and issue up to an aggregate of 45,000,000 additional Shares (representing 15% of the Offer Shares initially available under the Global Offering) at the Offer Price, for the sole purpose of covering any over-allocations in the International Placing, if any), representing 90% of the Offer Shares initially available under the Global Offering. The allocation of Offer Shares between the Hong Kong Public Offering and the International Placing will be subject to adjustment as described in "Structure of the Global Offering" of the Prospectus.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Joint Global Coordinators (for themselves and on behalf of the International Underwriters) from the date of the International Underwriting Agreement until 30 days from the date of the last day for the lodging of applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 45,000,000 additional Offer Shares, representing 15% of the number of Offer Shares initially available under the Global Offering, at the Offer Price to cover over-allocations in the International Placing, if any.

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or on any other date HKSCC chooses. 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 arrangements as such arrangements may affect their rights and interests. All necessary arrangements have been made for the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$1.25 per Offer Share and is currently expected to be not less than HK\$1.00 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.25 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\$1.25 per Offer Share.

If an application 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\$1.25 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering set out in “Structure of the Global Offering – Conditions of the Global Offering” in the Prospectus are not fulfilled or if any application 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. Any refund of your application monies will be made on or before Monday, 12 February 2018.

Applications for the Hong Kong 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 be allotted the Hong Kong Offer Shares in their own names should either (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk under the **HK eIPO White Form** service. Applicants who wish to have the Hong Kong 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 should (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, can be obtained during normal business hours from 9:00 a.m. on Thursday, 1 February 2018 until 12:00 noon on Tuesday, 6 February 2018 from:

1. any of the following offices of the Hong Kong Underwriters:

Innovax Securities Limited	Unit A-C 20/F, Neich Tower 128 Gloucester Road Wan Chai Hong Kong
Sinolink Securities (Hong Kong) Company Limited	Unit 2503-06, 25/F, Low Block Grand Millennium Plaza 181 Queen’s Road Central Hong Kong
Sinomax Securities Limited	Room 2705-6, 27/F, Tower One, Lippo Centre, 89 Queensway, Hong Kong
ZMF Asset Management Limited	Unit 2502, 25/F World Wide House, 19 Des Voeux Road Central, Central, Hong Kong
Yuanta Securities (Hong Kong) Company Limited	23/F Tower 1 Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong

2. any of the following branches of the receiving bank:

Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Connaught Road Central Branch	13-14 Connaught Road Central, Hong Kong
	United Centre Branch	Shop 1021, United Centre, 95 Queensway, Hong Kong
	King's Road Branch	131-133 King's Road, North Point, Hong Kong
Kowloon	Tsim Sha Tsui Branch	24-28 Carnarvon Road, Tsim Sha Tsui, Kowloon, Hong Kong
	Telford Plaza Branch	Shop Unit, P2-P7, Telford Plaza, No. 33 Wai Yip Street, Kowloon Bay, Kowloon, Hong Kong
New Territories	Tai Po Branch	68-70 Po Heung Street, Tai Po Market, Hong Kong

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, 1 February 2018 until 12:00 noon on Tuesday, 6 February 2018 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 such **YELLOW** Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED – MECOM PUBLIC OFFER" attached, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above at the following times:

- Thursday, 1 February 2018 — 9:00 a.m. to 5:00 p.m.
- Friday, 2 February 2018 — 9:00 a.m. to 5:00 p.m.
- Saturday, 3 February 2018 — 9:00 a.m. to 1:00 p.m.
- Monday, 5 February 2018 — 9:00 a.m. to 5:00 p.m.
- Tuesday, 6 February 2018 — 9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Tuesday, 6 February 2018, the last application day or such later times as described in "How to apply for Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists" of the Prospectus.

Applicants applying by **HK eIPO White Form** may submit their applications through the **HK eIPO White Form** Service Provider at www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Thursday, 1 February 2018 until 11.30 a.m. on Tuesday, 6 February 2018 or such later time as described in “How to apply for Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists” of the Prospectus.

Time for Inputting Electronic Application Instructions

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

- Thursday, 1 February 2018 — 9:00 a.m. to 8:30 p.m. *(Note)*
- Friday, 2 February 2018 — 8:00 a.m. to 8:30 p.m. *(Note)*
- Saturday, 3 February 2018 — 8:00 a.m. to 1:00 p.m. *(Note)*
- Monday, 5 February 2018 — 8:00 a.m. to 8:30 p.m. *(Note)*
- Tuesday, 6 February 2018 — 8:00 a.m. *(Note)* to 12:00 noon

Note:

These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 1 February 2018 until 12:00 noon on Tuesday, 6 February 2018 (24 hours daily, except on the last application day).

The latest time for inputting your electronic application instructions will be 12:00 noon on Tuesday, 6 February 2018, the last application day or such later time as described in “How to apply for Hong Kong Offer Shares – 10. Effect of bad weather on the opening of the application lists” of the Prospectus.

Please refer to “Structure of the Global Offering” and “How to apply for Hong Kong Offer Shares” of the Prospectus for details of the conditions and procedures of the Global Offering.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Placing, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Monday, 12 February 2018 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.mecommacau.com.

The results of allocations under the Hong Kong Public Offering (with successful applicants’ identification document number) will be made available through a variety of channels from Monday, 12 February 2018 in the manner described in “How to apply for Hong Kong Offer Shares – 11. Publication of results” of the Prospectus.

The Company will not issue temporary documents of title. No receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Tuesday, 13 February 2018 provided that the Global Offering has become unconditional and the right of termination as described in “Underwriting – Underwriting arrangements and expenses – Hong Kong Public Offering – Grounds for termination” of the Prospectus has not been exercised. Dealings in the Shares on the Stock Exchange is expected to commence at 9:00 a.m. on Tuesday, 13 February 2018. The Shares will be traded in board lots of 2,000 each. The stock code of the Shares is 1183.

By order of the Board
MECOM Power and Construction Limited
Kuok Lam Sek
Chairman

Hong Kong, 1 February 2018

As at the date of this announcement, the executive Directors are Mr. Kuok Lam Sek and Mr. Sou Kun Tou, and the independent non-executive Directors are Ms. Chan Po Yi, Patsy, Mr. Cheung Kiu Cho, Vincent and Dr. Ngan Matthew Man Wong.

*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).*