

Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 25 October 2013 (the “**Prospectus**”) issued by Mega Expo Holdings Limited (the “**Company**”).

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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Share Offer described below before deciding whether or not to invest in the Shares thereby being offered.

This announcement is not, and is not intended to be, an offer of securities of the Company for sale in the United States. The Shares have not been and will not be registered under the US Securities Act, or any state securities laws of the United States, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act. There will not and is not currently intended to be any public offering of securities in the United States.

Prospective investors of the Offer Shares should note that the Sole Coordinator (acting on behalf of all the Public Offer Underwriters) is entitled, in its absolute discretion, to terminate the obligations under the Public Offer Underwriting Agreement by notice in writing to the Company, upon the occurrence of any of the events set out in the section headed “Underwriting — Underwriting arrangements and expenses — Public Offer — 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 on Wednesday, 6 November 2013).



(incorporated in the Cayman Islands with limited liability)

SHARE OFFER

- Number of Offer Shares : 60,000,000 Shares (comprising 50,000,000 new Shares and 10,000,000 Sale Shares)**
- Number of Public Offer Shares : 30,000,000 new Shares (as adjusted after reallocation)**
- Number of Placing Shares : 30,000,000 Shares (comprising 20,000,000 new Shares and 10,000,000 Sale Shares) (as adjusted after reallocation)**
- Offer Price : HK\$1.33 per Offer Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%)**
- Nominal Value : HK\$0.01 per Share**
- Stock Code : 1360**

Sole Sponsor



Sole Coordinator



Joint Bookrunners and Joint Lead Managers
(in alphabetical order)

