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Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus of Ahsay Backup Software Development Company Limited (the "Company") dated 25 September 2015 (the "Prospectus").

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



## Ahsay Backup Software Development Company Limited

亞勢備份軟件開發有限公司

(Incorporated in the Cayman Islands with limited liability)

### LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING

**Number of Placing Shares** : 500,000,000 Shares  
**Placing Price** : HK\$0.20 per Placing Share  
(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** : 8290

#### Sole Sponsor



#### Sole Bookrunner

平安證券有限公司  
Ping An Securities Limited

#### Joint Lead Managers

平安證券有限公司  
Ping An Securities Limited

 建泉環球金融服務有限公司  
V Baron Global Financial Services Limited

Printed copies of the Prospectus as required by the GEM Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance are available, for information purposes only, at the offices of (1) V Baron Global Financial Services Limited at 18th Floor, Prosperity Tower, 39 Queen's Road Central, Hong Kong, and (2) Ping An Securities Limited of Unit 02, 2nd Floor, China Merchants Building, 152–155 Connaught Road Central, Hong Kong from Friday, 25 September 2015 to Wednesday, 7 October 2015 (both days inclusive and during normal office hours from 9:00 a.m. to 5:00 p.m. for business days only).

The Company is offering 500,000,000 Placing Shares, representing 25% of the issued share capital of the Company upon completion of the Placing (without taking into account the Shares that may be allotted and issued upon exercise of options to be granted under the Share Option Scheme), for subscription by way of placing at the Placing Price on and subject to the terms and conditions as set out in the Prospectus and the Underwriting Agreement. It is expected that the Underwriters, on behalf of the Company, will conditionally place up to 500,000,000 Placing Shares at the Placing Price to selected individual, professional, institutional and other investors in Hong Kong.

Applications for the Placing Shares will only be considered on the basis of the terms and conditions as set out in the Prospectus and the Underwriting Agreement.

The Placing is conditional upon the fulfillment of the conditions as set out in the paragraph headed "Conditions of the Placing" in the section headed "Structure and Conditions of the Placing" in the Prospectus. If such conditions are not fulfilled or (where applicable) waived by the Sole Bookrunner (for itself and on behalf of the Underwriters) in accordance with the terms and conditions of the Underwriting Agreement on or before the dates and times as specified therein, the Placing shall lapse and thereafter, all monies received will be refunded to the subscribers of the Placing without interest and the Stock Exchange will be notified immediately. Notice of lapse of the Placing will be published on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.ahsay.com.hk](http://www.ahsay.com.hk) on the next business day after such lapse.

The Placing Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreement. Prospective investors of the Placing should note that the Joint Lead Managers (for themselves and on behalf of the Underwriters) is entitled to terminate the Underwriting Agreement by giving notice in writing to the Company upon the occurrence of certain events set out under the sub-paragraph headed "Grounds for termination" in the section headed "Underwriting" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, which is expected to be Thursday, 8 October 2015.

Application has been made by the Company to the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares issued and to be issued pursuant to the Capitalisation Issue, the Placing and any Shares which may fall to be allotted and issued upon the exercise of any options that may be granted under the Share Option Scheme as described in the Prospectus. Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on GEM as set out in the Prospectus 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 Listing Date, which is expected to be Thursday, 8 October 2015 or under contingent situation on any 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 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 Placing Price is HK\$0.20 per Placing Share. The Company will not issue any temporary documents of title. No receipt will be issued for subscription monies for the Placing Shares. Share certificates for the Placing Shares will only become valid documents of title when the Placing has become unconditional in all respects and the Underwriting Agreement has not been terminated in accordance with its terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date which is expected to be Thursday, 8 October 2015.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Thursday, 8 October 2015. Shares will be traded in board lot of 10,000 Shares each. The stock code for the Shares is 8290.

Announcement of the level of indication of interests in the Placing and the basis of allocations of the Placing Shares will be published on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.ahsay.com.hk](http://www.ahsay.com.hk) on or before Wednesday, 7 October 2015.

By Order of the Board  
**Ahsay Backup Software Development Company Limited**  
**Chong King Fan**  
*Chairman of the Board*

Hong Kong, 25 September 2015

*As at the date of this announcement, the executive Directors are Mr. Chong King Fan, Mr. Chong Siu Pui and Mr. Chong Siu Ning; the non-executive Director is Ms. Chong Siu Fan, and the independent non-executive Directors are Mr. Wong Cho Kei Bonnie, Ms. Wong Pui Man and Mr. Wong Yau Sing.*

*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 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](http://www.hkexnews.hk) 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.ahsay.com.hk](http://www.ahsay.com.hk).*