

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated September 26, 2019 (the “**Prospectus**”) of Topsports International 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 offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute and is not an offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933 (the “**U.S. Securities Act**”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will be no public offering of securities of the Company in the United States.

In connection with the Global Offering, Merrill Lynch (Asia Pacific) Limited through its affiliates as the Stabilizing manager (the “**Stabilizing Manager**”) or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing 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 Stabilizing Manager (or any person acting for it) to conduct any such stabilizing action. Such stabilizing action, if taken, (a) will be conducted at the absolute discretion of the Stabilizing Manager (or any person acting for it) and in what the Stabilizing Manager reasonably regards as the best interest of the Company, (b) may be discontinued at any time and (c) 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 stabilizing action, if taken, 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 stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on the 30th day after the last day for the lodging of the applications under the Hong Kong Public Offering (i.e. November 1, 2019). After this date, when no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

Topsports International Holdings Limited

滔搏國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	930,184,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	93,020,000 Shares (subject to reallocation)
Number of International Offer Shares	:	837,164,000 Shares (subject to reallocation and the Over-allotment Option)
Maximum Offer Price	:	HK\$10.10 per Offer Share plus brokerage of 1.0%, 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\$0.000001 per Share
Stock code	:	6110

Joint Sponsors



Morgan Stanley

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Morgan Stanley



Joint Bookrunners and Joint Lead Managers



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued or sold pursuant to the Capitalization Issue and the Global Offering (including the Shares that may be sold pursuant to the exercise of the Over-allotment Option). Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. on Thursday, October 10, 2019, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, October 10, 2019. 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 website of the Company at www.topsports.com.cn.

The Global Offering comprises the Hong Kong Public Offering of initially 93,020,000 Shares (subject to reallocation) and the International Offering of initially 837,164,000 Shares (subject to reallocation and the Over-allotment Option) representing approximately 10% and 90% of the total number of Offer Shares initially being offered under the Global Offering, respectively. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus. The Joint Global Coordinators may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated from the International Offering to the Hong Kong Public Offering shall be not more than double the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering (i.e. 186,040,000 Offer Shares), and the final Offer Price shall be fixed at the bottom of the indicative Offer Price range stated in the Prospectus (i.e. HK\$8.30 per Offer Shares). Further details on the circumstances under which the above guidance letter would apply are set out in the section titled “Structure of the Global Offering” in the Prospectus. In connection with the Global Offering, the Selling Shareholder is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Joint Global Coordinators (on behalf of the International Underwriters) from the Listing Date until 30 days after the last day for the lodging of applications under the Hong Kong Public Offering, to require the Selling Shareholder to sell up to an aggregate of 139,527,000 additional Shares, representing not more than 15% of the total number of Offer Shares initially available under the Global Offering to cover over-allocations in the International Offering, if any.

Subject to the granting of the approval for 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 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 to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$10.10 per Offer Share and is expected to be not less than HK\$8.30 per Offer Share, unless otherwise announced. Applicants under the Hong Kong Public Offering are required to pay, on application, the Maximum Offer Price of HK\$10.10 per Offer Share plus brokerage fee 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\$10.10.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the relevant Application Forms and the designated website (www.eipo.com.hk) for the White Form eIPO.

Applicants who would like the allotted Hong Kong Offer Shares to be issued 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 **White Form eIPO** Service Provider at www.eipo.com.hk through the **White Form eIPO** service. Applicants who would like the Hong Kong Offer Shares to be allotted 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 **WHITE** Application Form, may be collected during normal business hours from 9:00 a.m. on Thursday, September 26, 2019 until 12:00 noon on Wednesday, October 2, 2019 from:

1. any of the following offices of the Joint Global Coordinators:

Merrill Lynch (Asia Pacific) Limited	55/F, Cheung Kong Center 2 Queen's Road Central Central Hong Kong
Morgan Stanley Asia Limited	Level 46, International Commerce Centre 1 Austin Road West Kowloon Hong Kong
Goldman Sachs (Asia) L.L.C.	68th Floor, Cheung Kong Center 2 Queen's Road Central Hong Kong
China International Capital Corporation Hong Kong Securities Limited	29/F, One International Finance Centre, 1 Harbour View Street Central Hong Kong

2. any of the following branches of the receiving banks for the Hong Kong Public Offering:

Bank of China (Hong Kong) Limited

	Branch name	Address
Hong Kong Island	South Horizons Branch	Shop G13 & G15, G/F, Marina Square, West Commercial Block, South Horizons, Ap Lei Chau, Hong Kong
	Wan Chai (Wu Chung House) Branch	213 Queen's Road East, Wan Chai, Hong Kong
Kowloon	194 Cheung Sha Wan Road Branch	194-196 Cheung Sha Wan Road, Sham Shui Po, Kowloon
	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei, Kowloon
New Territories	Fanling Centre Branch	Shop 2D-E & H, Fanling Centre, Fanling, New Territories
	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O, New Territories
	Yuen Long Branch	102-108 Castle Peak Road, Yuen Long, New Territories
	Tuen Mun Town Plaza Branch	Shop 2, Tuen Mun Town Plaza phase II, Tuen Mun, New Territories

Industrial and Commercial Bank of China (Asia) Limited

	Branch name	Address
Hong Kong Island	Central Branch	1/F., 9 Queen's Road Central, Hong Kong
Kowloon	Kwun Tong Branch	Shop 5&6, 1/F, Crocodile Center, 79 Hoi Yuen Road, Kwun Tong, Kowloon
New Territories	Tsuen Wan Branch	G/F, 423-427 Castle Peak Road Tsuen Wan, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Form, may be collected during normal business hours from 9:00 a.m. on Thursday, September 26, 2019 until 12:00 noon on Wednesday, October 2, 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED – TOPSPORTS INTERNATIONAL PUBLIC OFFER" should be deposited in the special collection boxes provided at any of the branches of the receiving banks referred to above on such dates and during such time as specified in the Application Forms.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED—TOPSPORTS INTERNATIONAL PUBLIC OFFER" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above at the following times:

Thursday, September 26, 2019 — 9:00 a.m. to 5:00 p.m.
Friday, September 27, 2019 — 9:00 a.m. to 5:00 p.m.
Saturday, September 28, 2019 — 9:00 a.m. to 1:00 p.m.
Monday, September 30, 2019 — 9:00 a.m. to 5:00 p.m.
Wednesday, October 2, 2019 — 9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Wednesday, October 2, 2019, the last day for applications, or such later time as described in the section headed "*How to Apply for the Hong Kong Offer Shares – Effect of Bad Weather on the Opening and Closing of the Application Lists*" in the Prospectus.

Applicants applying through the **White Form eIPO** service may submit applications through the designated website at www.eipo.com.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Thursday, September 26, 2019 until 11:30 a.m. on Wednesday, October 2, 2019 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Wednesday, October 2, 2019 or such later time as described in the section headed "*How to Apply for the Hong Kong Offer Shares – Effect of Bad Weather on the Opening and Closing of the Application Lists*" in the Prospectus.

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

Thursday, September 26, 2019 — 9:00 a.m. to 8:30 p.m.
Friday, September 27, 2019 — 8:00 a.m. to 8:30 p.m.
Monday, September 30, 2019 — 8:00 a.m. to 8:30 p.m.
Wednesday, October 2, 2019 — 8:00 a.m. to 12:00 noon

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, September 26, 2019 until 12:00 noon on Wednesday, October 2, 2019 (24 hours daily, except on Wednesday, October 2, 2019, the last day for applications).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Wednesday, October 2, 2019, the last day for applications, or such later time as described in the section headed “*How to Apply for the Hong Kong Offer Shares – Effect of Bad Weather on the Opening and Closing of the Application Lists*” in the Prospectus.

Please refer to the sections headed “*Structure of the Global Offering*” and “*How to Apply for the Hong Kong Offer Shares*” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocations of Hong Kong Offer Shares on Wednesday, October 9, 2019 on the websites of the Company at www.topsports.com.cn and the Stock Exchange at www.hkexnews.hk.

The results of allocations (with the successful applicants’ identification document numbers, where applicable) under the Hong Kong Public Offering will be made available from Wednesday, October 9, 2019 through a variety of channels at the times and dates and in the manner specified in the section headed “*How to Apply for the Hong Kong Offer Shares – Publication of Results*” in the Prospectus.

The Company will not issue temporary documents of title in respect of the Offer Shares. Share certificates will only become valid certificates of title at 8:00 a.m. on Thursday, October 10, 2019 provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “*Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination*” in the Prospectus has not been exercised. No receipt will be issued for sums paid on application.

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 per Offer Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee payable thereon) paid on application, or if the conditions of the Global Offering as set out in “*Structure of the Global Offering—Conditions of the Global Offering*” are not satisfied or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, October 10, 2019. The Shares will be traded in board lots of 1,000 Shares each.

By order of the Board
Topsports International Holdings Limited
Yu Wu
Executive Director

Hong Kong, September 26, 2019, Thursday

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Yu Wu as executive Director, Mr. Sheng Baijiao, Mr. Sheng Fang, Mr. Chow Kyan Mervyn, Ms. Yung Josephine Yuen Ching and Ms. Hu Xiaoling as non-executive Directors, and Mr. Lam Yiu Kin, Mr. Hua Bin and Mr. Huang Victor as independent non-executive Directors.