

香港聯合交易所有限公司

(香港交易及結算所有限公司全資附屬公司)

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FOR REFERENCE ONLY

Subject : Display of Adjusted Previous Closing Price of TSC Group Holdings Limited (stock code 206) on OTP-C for its 1-for-1 Rights Issue on Ex-Rights Date, 2 January 2019

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Pursuant to the rights issue timetable issued by TSC Group Holdings Limited ("TSC Group"), TSC Group's shares (stock code: 206) will be marked "ex-rights" on 2 January 2019, the Ex-Rights Date.

Amongst other terms and conditions, TSC Group's rights issue is subject to the passing of relevant resolution(s) to approve the rights issue (the "Resolution(s)") at its Extraordinary General Meeting to be held on 28 December 2018 (the "EGM"). TSC Group will make a further announcement containing the results of the Resolution(s) following the EGM. Shareholders, investors and market participants should read the TSC Group's announcements, circulars and prospectus documents in full including the terms and conditions of the rights issue of TSC Group in dealing with TSC Group's shares. If they are in doubt, they should consult their professional adviser(s).

Further, as an OTP-C standard practice for ex-rights issue and for reference only, an Adjusted Previous Closing Price will be displayed in the "PRV CLOSE" field of TSC Group's OTP-C stock page on 2 January 2019, the Ex-Rights Date. The unadjusted previous closing price will instead be displayed in the free text field. Calculation of the Adjusted Previous Closing Price will be based on TSC Group's closing price on 31 December 2018 (i.e. last cum-rights trading day) and by using the following standard adjustment formula for rights issue generally.

Adjustment Formula:

Adjusted Previous Closing Price

$$= [(Closing Price on the last cum-rights trading day \times Y) + (S \times X)] \div (X + Y)$$

where:

S = Subscription price per rights share, i.e. HK\$0.45

X = Number of rights shares a shareholder is entitled to subscribe when he/she holds Y existing shares on the record date, i.e. 1 rights share

Y = Number of existing shares a shareholder has to hold on the record date for entitling him/herself to subscribe for X rights shares, i.e. 1 share

Note: Price adjustment for rights issue will not be made and the previous closing price will remain unchanged on ex-rights date when the subscription price is higher than the closing price of the shares on the last cum-rights trading day.

For illustration purpose, depending on TSC Group's closing price on 31 December 2018, the Exchange shall base on the above standard formula for rights issue generally to calculate and display the Adjusted Previous Closing Price on TSC Group's OTP-C stock page on 2 January 2019 as follows:-

<u>CUM-RIGHTS</u>	<u>EX-RIGHTS</u>
<u>Unadjusted Closing Price</u> <u>on 31 December 2018</u>	<u>Adjusted</u> <u>Previous Closing Price</u> <u>on 2 January 2019</u>
(HK\$)	(HK\$)
0.370	0.370*
0.375	0.375*
0.380	0.380*
0.385	0.385*
0.390	0.390*
0.395	0.395*
0.400	0.400*
0.405	0.405*
0.410	0.410*
0.415	0.415*
0.420	0.420*
0.425	0.425*
0.430	0.430*
0.435	0.435*
0.440	0.440*
0.445	0.445*
0.450	0.450
0.460	0.455
0.470	0.460
0.480	0.465
0.490	0.470
0.500	0.475
0.510	0.480
0.520	0.485
0.530	0.490
0.540	0.495
0.550	0.500
0.570	0.510
0.590	0.520
0.610	0.530

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