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*Unless otherwise defined, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 29 May 2015 (the “Prospectus”) issued by Pinestone Capital Limited (the “Company”).*

*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. Prospective investors should read the Prospectus for detailed information about the Placing described below before deciding whether or not to invest in the Placing Shares thereby being offered.*

**PineStone 鼎石**  
**Pinestone Capital Limited**  
**鼎石資本有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

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

**Number of Placing Shares : 120,000,000 Shares**  
**Placing Price : Not more than HK\$0.60 per Share and  
expected to be not less than HK\$0.40  
per Share plus brokerage of 1%, SFC  
transaction levy of 0.0027% and Stock  
Exchange trading fee of 0.005% (payable  
in full on application, subject to refund)**  
**Nominal value : HK\$0.01 per Share**  
**Stock code : 8097**

**Sponsor**

**ALTUS CAPITAL LIMITED**

**Underwriter**

**Hantec Securities Co., Limited**

Printed copies of the Prospectus as required by the GEM Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32 of the Laws of Hong Kong) are available, for information purposes only, at the office of Hantec Securities Co., Limited at 12<sup>th</sup> Floor, South China Building, 1-3 Wyndham Street, Central, Hong Kong during normal office hours from 9:00 a.m. to 5:00 p.m. (Hong Kong time) from Friday, 29 May 2015 to Thursday, 4 June 2015 (both dates inclusive).

Pursuant to the Underwriting Agreement, the Company is offering 120,000,000 Placing Shares for subscription by way of the Placing at the Placing Price, on and subject to the terms and conditions set out in the Prospectus and the Underwriting Agreement, in aggregate representing approximately 25% of the total issued share capital of the Company upon completion of the Placing (without taking into account of any Shares which may be allotted and issued pursuant to the exercise of any options which may be granted under the Share Option Scheme).

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Capitalisation Issue and the Placing (including any Shares which may be issued pursuant to the exercise of the options to be granted under the Share Option Scheme up to 10.0% of the total number of Shares in issue immediately following completion of the Placing and the Capitalisation Issue), as described in the Prospectus.

The Placing Price will not be more than HK\$0.60 per Share and is expected to be not less than HK\$0.40 per Share. The Placing Price is expected to be determined by agreement between the Company and the Underwriter on the Price Determination Date, which is expected to be on or before Friday, 5 June 2015, and in any event not later than Wednesday, 10 June 2015. If the Company and the Underwriter are unable to reach an agreement on the Placing Price on or before Wednesday, 10 June 2015, the Placing will not proceed and will lapse.

Share certificates for the Placing Shares will only become valid documents of title at 8:00 a.m. (Hong Kong time) on the Listing Date provided that (a) the Placing has become unconditional in all respects; and (b) the Underwriting Agreement has not been terminated in accordance with its terms. No temporary documents or evidence of title will be issued by the Company. No receipt will be issued for the subscription monies received in respect of the Placing Shares.

Application for the Placing Shares will only be considered on the basis of the terms and conditions as stated in the Prospectus. The Placing is conditional upon the fulfilment of the conditions set forth in the section headed “Structure and conditions of the Placing – Conditions of the Placing” of the Prospectus. Prospective investors of the Placing Shares should note that the Underwriter is entitled, in its discretion, to terminate the Underwriting Agreement by notice in writing to the Company, upon the occurrence of any of the events set forth in the section headed “Underwriting – Grounds for termination” of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, i.e. Friday, 12 June 2015. In the event that the conditions of the Placing as mentioned therein are not fulfilled or (where applicable) waived on or before such date and time specified in the Prospectus, or the Underwriting Agreement is terminated in accordance with its terms, the Placing will lapse, all monies received will be refunded to the applicants of the Placing without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the Stock Exchange website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.pinestone.com.hk](http://www.pinestone.com.hk) on the next business day immediately following the date of such lapse.

Subject to the approval of the listing of, and permission to deal in, the Shares on GEM 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 or 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 level of indication of interest in the Placing, the final Placing Price and the basis of allocations of the Placing Shares will be announced on the Stock Exchange website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.pinestone.com.hk](http://www.pinestone.com.hk) on or before 9:00 a.m. (Hong Kong time) on Thursday, 11 June 2015.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. (Hong Kong time) on Friday, 12 June 2015. Shares will be traded in board lots of 5,000 Shares each. The stock code for the Shares is 8097.

By order of the Board  
**Pinestone Capital Limited**  
**Cheung Yan Leung Henry**  
*Chairman and Executive Director*

Hong Kong, 29 May 2015

*As at the date of this announcement, the executive Directors of the Company are Mr. Cheung Yan Leung Henry, and Mr. Cheung Jonathan, and the independent non-executive Directors are Mr. Yeung King Wah, Mr. Lai Tze Leung George and Mr. So Stephen Hon Cheung.*

*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, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement and a copy of the Prospectus referred to above will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com), in the case of the announcement, on the "Latest Company Announcements" page for seven days from the day of its posting. This announcement and a copy of the Prospectus will also be published on the Company's website at [www.pinestone.com.hk](http://www.pinestone.com.hk).*