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*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 23 September 2022 (the “**Prospectus**”) issued by GC Construction Holdings Limited (the “**Company**”).*

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

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The Sole Global Coordinator confirms that there has been no over-allocation of the Shares under the Placing and the Stock Borrowing Agreement will not be entered into and the Over-allotment Option will not be exercised. In view of the fact that there has been no over-allocation of the Shares under the Placing, no stabilisation activity as described in the Prospectus will take place during the stabilisation period.

Potential investors of the Offer Shares should note that the Sole Global Coordinator (for itself and on behalf of the Public Offer Underwriters) shall be entitled to terminate the Public Offer Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the paragraph headed “Underwriting – Underwriting Arrangements and Expenses – The 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 Monday, 10 October 2022).

In connection with the Share Offer, the Company has granted the Over-allotment Option to the Placing Underwriters, exercisable by the Sole Global Coordinator (for and on behalf of the Placing Underwriters). Pursuant to the Over-allotment Option, the Placing Underwriters will have the right, exercisable by the Sole Global Coordinator (for and on behalf of the Placing Underwriters) at any time from the Listing Date until 30 days after the last day for lodging applications under the Public Offer (being Friday, 28 October 2022), to require the Company to allot and issue up to an aggregate of 37,500,000 additional Shares, representing 15% of the total number of Offer Shares initially available under the Share Offer at the final Offer Price to cover over-allocations in the Placing, if any. There has been no over-allocation of Offer Shares in the Placing. Therefore, the Stock Borrowing Agreement will not be entered into and the Over-allotment Option will not be exercised. In view of the fact that there has been no over-allocation of the Shares under the Placing, no stabilisation activity as described in the Prospectus will take place during the stabilisation period.

GC Construction Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1489)

SHARE OFFER

Total number of Offer Shares	:	250,000,000 Shares
Number of Public Offer Shares	:	25,000,000 Shares
Number of Placing Shares	:	225,000,000 Shares
Final Offer Price	:	HK\$0.50 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%
Nominal value	:	HK\$0.01 per Share
Stock code	:	1489

Sponsor



Sole Global Coordinator, Joint Bookrunner and Joint Lead Manager



Joint Bookrunner and Joint Lead Manager



Joint Lead Managers

