

*This announcement is for information purposes only and does not constitute an offer or an invitation to include an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the prospectus dated 19 June 2017 (the “**Prospectus**”) and the supplemental prospectus dated 30 June 2017 (the “**Supplemental Prospectus**”) issued by CPM Group Limited (the “**Company**”) for further information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Offer Shares. Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as defined in the Prospectus and the Supplemental Prospectus.*

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This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Offer Shares have not been, and will not be, registered under the U.S. Securities Act or any state securities law of the United States, and may not be offered or sold, pledged or transferred within the United States except that the Offer Shares may be offered, sold or delivered outside the United States in reliance on Regulation S under the U.S. Securities Act. There will be no public offer of the Offer Shares in the United States.

*In connection with the Global Offering, Sinolink Securities (Hong Kong) Company Limited, as the stabilising manager (the “**Stabilising Manager**”), or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising 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 Stabilising Manager, and its affiliates or any person acting for it to conduct any such stabilising action, which, if commenced, will be conducted at the absolute discretion of the Stabilising Manager, and its affiliates or any person acting for it and in what the Stabilising Manager, and its affiliates reasonably regards as the best interest of the Company, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end within 30 days of the last day for lodging of applications under the Hong Kong Public Offering. Such stabilisation action, if commenced, 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 of the Offer Shares should note that the Joint Global Coordinators (for themselves and on behalf of the Underwriters) shall be entitled to terminate its obligations under the Underwriting Agreements with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — 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 10 July 2017).

Potential investors should also be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on 23 July 2017, being the 30th day after the last day for lodging of applications under the Hong Kong Public Offering. After this date, when no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

ANNOUNCEMENT OF
(1) PUBLICATION OF SUPPLEMENTAL PROSPECTUS
AND
(2) CHANGE IN EXPECTED TIMETABLE OF THE GLOBAL OFFERING

The Board refers to the Prospectus, the Update Announcement, the Preliminary Allotment Results Announcement and the Supplemental Prospectus.

DELAY OF LISTING AND CONFIRMATION

The Board announces that there is a delay in the Listing, which was originally anticipated to occur on Friday, 30 June 2017. Subject to completion of the confirmation procedure as stated below and satisfaction of the conditions set forth in the section headed “Structure and Conditions of the Global Offering” in the Prospectus, including the Listing Committee granting the approval of the listing of, and permission to deal in, the Shares, the Listing is expected to commence on Monday, 10 July 2017.

ADDITIONAL INFORMATION ON THE PETITION

As announced by the Board in the Update Announcement on 22 June 2017, the Petition was filed by Chinaculture.com Limited, a substantial shareholder of CNT, against CNT and Prime Surplus Limited, a substantial shareholder of CNT, as respondents. No member of the Group is named as respondent in the Petition. The Directors refer to the announcement of the CNT dated 22 June 2017 for the information on the Petition. According to the information provided by CNT, the Petitioner alleged that the affairs of CNT, including the Spin-Off and the Listing, are being conducted in a manner oppressive and unfairly prejudicial to the interests of shareholders of CNT, including the Petitioner.

SUPPLEMENTAL PROSPECTUS AND CHANGE IN EXPECTED TIMETABLE OF THE GLOBAL OFFERING

In order to allow additional time for the Eligible Applicants and potential investors to consider the potential impact of the Petition on their investment decision, the Company’s listing timetable has been delayed and the Company has issued the Supplemental Prospectus to provide further information to the Eligible Applicants and potential investors. The Supplemental Prospectus supplements the Prospectus and the Eligible Applicants and potential investors should read the Supplemental Prospectus in conjunction with the Prospectus. Accordingly, the expected timetable of the Global Offering has been revised. Please refer to the paragraph headed “Revised Expected Timetable of the Global Offering” in this announcement for further details.

CONFIRMATION OF APPLICATION

In order for the Eligible Applicant's application not to be rejected, positive confirmation of the application, through due completion and return of **WHITE** Confirmation Form (for applicants who have submitted the **WHITE** Application Forms and **YELLOW** Application Forms and the **HK eIPO White Form**) or **BLUE** Confirmation Form (for applicants who have submitted **BLUE** Application forms) to confirm its or his or her application(s), will have to be received from the Eligible Applicant.

Eligible Applicants who wish to proceed with their applications are required to confirm their applications with respect to all (but not some only) of the preliminary allocated Hong Kong Offer Shares and/or the CNT Reserved Shares within a specified period as provided in the Supplemental Prospectus, which is currently expected to be from 9:00 a.m. to 5:00 p.m. from Monday, 3 July 2017 to Wednesday, 5 July 2017, and in any event before the deadline specified in the Supplemental Prospectus. The relevant procedures for confirmation will be set out in the section headed "Confirmation of Applications" in the Supplemental Prospectus.

Eligible Applicants are reminded to confirm their applications for the Hong Kong Offer Shares and/or the CNT Reserved Shares before the deadline as stipulated in the Supplemental Prospectus, which is currently expected to be 5:00 p.m. on Wednesday, 5 July 2017. Eligible Applicants who do not confirm their applications for such Hong Kong Offer Shares and/or the CNT Reserved Shares in accordance with the procedures set forth in the Supplemental Prospectus, will be taken as not proceeding with their application(s) and their application(s) will be rejected and their application monies will be refunded as stipulated in the revised expected timetable in the Supplemental Prospectus.

References are made to the Prospectus, the announcement of the Company dated 29 June 2017 in relation to update on the Global Offering (the "**Update Announcement**"), the announcement of the Company dated 29 June 2017 in respect of the determination of the Offer Price and the preliminary allotment results of the number of Hong Kong Offer Shares preliminarily allocated to the relevant Eligible Hong Kong Applicants (as defined below) under the Hong Kong Public Offering and the number of CNT Reserved Shares preliminarily allotted to the relevant Eligible CNT Applicants (as defined below) under the CNT Preferential Offer (the "**Preliminary Allotment Results Announcement**") and the Supplemental Prospectus.

DELAY OF LISTING AND CONFIRMATION

The Board announces that there is a delay in the Listing, which was originally anticipated to occur on Friday, 30 June 2017. Subject to completion of the confirmation procedures as stated below and satisfaction of the conditions set forth in the section headed “Structure and Conditions of the Global Offering” in the Prospectus, including the Listing Committee granting the approval of the listing of, and permission to deal in, the Shares, the Listing is expected to commence on Monday, 10 July 2017.

ADDITIONAL INFORMATION ON THE PETITION

Information on the Petitioner and Prime Surplus Limited

According to public information, our Directors understand that Chinaculture.com Limited (“**Chinaculture.com**”) is the registered owner of 19.16% of the shares in issue of CNT as of 22 June 2017. Chinaculture.com is a wholly-owned subsidiary of Chuang’s China Investments Limited, a company listed on the Stock Exchange (Stock code: 298). Prime Surplus Limited (“**Prime Surplus**”) is the registered owner of 26.16% of the shares in issue of CNT as of the same date. Prime Surplus Limited is wholly-owned by Mr. TSUI Ho Chuen, Philip, a common director of CNT and our Company.

As of the date of this Supplemental Prospectus, our Company is a wholly-owned subsidiary of CNT. Following completion of the Spin-Off and the Listing and assuming that the Over-allotment Option is not exercised, our Company will become a non-wholly owned subsidiary of CNT. Our Company and CNT have boards of directors that function independently of each other. Save for Mr. LAM Ting Ball, Paul, who is our Chairman and a non-executive Director, Mr. TSUI Ho Chuen, Philip, who is our Executive Director and Managing Director, and Mr. CHONG Chi Kwan, who is our non-executive Director, there is no other Director holding concurrent positions in both of our Group and the Remaining Group.

Information on the Petition

Chinaculture.com is the petitioner (the “**Petitioner**”) of the Petition. CNT and Prime Surplus are named as the respondents. No member of our Group is named as respondent in the Petition. According to the information provided by CNT, the Petitioner alleges that the affairs of CNT, including the Spin-Off and the Listing, are being conducted in a manner oppressive and unfairly prejudicial to the interests of shareholders of CNT, including the Petitioner, for the following reasons:

- (1) First, it is alleged that there has not been any proper valuation of the businesses and assets to be transferred by CNT to our Company.
- (2) Second, it is alleged that there has been no proper approval by the shareholders of CNT on the Spin-Off and the Listing.
- (3) Third, it is alleged that the decision of the board of directors of CNT to include the land on which the Shajing Production Plant (the “**Shajing Land**”) is situated is unreasonable in light of the redevelopment potential of the Shajing Land.

- (4) Fourth, it is complained that Mr TSUI Ho Chuen, Philip, our Executive Director and Managing Director, will not be involved in the business of CNT and as such, it will be detrimental to the management and operations of the Remaining Group.

The Petition stated that the Petitioner would seek relief, including an injunction, restraining the CNT Board from proceeding with the Spin-Off unless proper valuations are conducted in respect of the subject assets proposed to be spun-off to our Company or as an alternative, the Shajing Land (being the land on which our Shajing Production Plant is situated) cannot be included as part of our assets following the Spin-Off without first obtaining the approval of the shareholders of CNT.

Amongst our four production plants, Shajing Production Plant has the largest designed annual production capacity, and the actual production volume of the Shajing Production Plant for each of the financial years comprised during the Track Record Period exceeded the aggregate of the actual production volume of the other three production plants operated by our Group.

The Petition is scheduled to be heard on 19 September 2017. We understand from the executive directors of CNT that CNT has sought legal advice to rebut the allegations in the Petition and will oppose any request for interim injunctive relief that may be sought for by the Petitioner. We further understand that the executive directors of CNT are of view that the allegations in the Petition are unfounded and CNT will have strong defence and should be able to defeat the claims from the Petitioner. The view of the executive directors of CNT are based on the legal advice received following the review of the current position of law, the documents supporting the Petition and all other related information.

SUPPLEMENTAL PROSPECTUS

In order to enable applicants who have made valid applications for the Hong Kong Offer Shares (the “**Eligible Hong Kong Applicants**”) and/or CNT Reserved Shares (the “**Eligible CNT Applicants**”, together with the Eligible Hong Kong Applicants, the “**Eligible Applicants**”) and other potential investors to consider the potential impact of the Petition on their investment decision, the Company issued the Supplemental Prospectus on Friday, 30 June 2017 to provide further information to the Eligible Applicants and potential investors. The Supplemental Prospectus supplements the Prospectus and the Eligible Applicants and potential investors should read the Supplemental Prospectus in conjunction with the Prospectus.

REVISED EXPECTED TIMETABLE OF THE GLOBAL OFFERING

In order to allow additional time for Eligible Applicants and potential investors to consider the potential impact of the Petition on their investment decision, the Company’s listing timetable has been delayed.

Please also refer to the Preliminary Allotment Results Announcement dated 29 June 2017 in respect of the determination of the Offer Price and the preliminary allotment results, and details of the number of the Hong Kong Offer Shares preliminarily allotted to the relevant Eligible Hong Kong Applicants under the Hong Kong Public Offering and the number of CNT Reserved Shares preliminarily allotted to the relevant Eligible CNT Applicants under the CNT Preferential Offer. Eligible Applicants should consider the potential impact of the revised expected timetable of the Global Offering, together with the additional information disclosed in the Supplemental Prospectus, before they confirm their applications for the Hong Kong Offer Shares and/or the CNT Reserved Shares by way of completing and returning the relevant Confirmation Forms.

The revised timetable of the Global Offering from the date of the Supplemental Prospectus to the Listing Date is as follows:

Announcement of the publication of the Supplemental Prospectus and publication of the Supplemental Prospectus, the WHITE Confirmation Form and the BLUE Confirmation Form on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.cpmgroup.com.hk	Friday, 30 June 2017
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The period during which Eligible Applicants may confirm their preliminary allotted Shares in full by completing and returning the WHITE Confirmation Form and/or the BLUE Confirmation Form ⁽²⁾	
(a) For Eligible Applicants who applied by using WHITE or YELLOW or BLUE Application Forms or using HK eIPO White Form applications	Monday, 3 July 2017 – 9:00 a.m. to 5:00 p.m. Tuesday, 4 July 2017 – 9:00 a.m. to 5:00 p.m. Wednesday, 5 July 2017 – 9:00 a.m. to 5:00 p.m.
(b) For Eligible Applicants who applied by giving electronic application instructions to HKSCC via CCASS	Monday, 3 July 2017 – 9:00 a.m. to 5:00 p.m. Tuesday, 4 July 2017 – 9:00 a.m. to 5:00 p.m. Wednesday, 5 July 2017 – 9:00 a.m. to 5:00 p.m.

Announcement of indication of level of interest in the Global Offering, the results of the Hong Kong Public Offering and the basis of allotment of our Hong Kong Offer Shares and CNT Reserved Shares after the Company has received the Confirmation Forms on the websites of the Stock Exchange at www.hkexnews.hk and our Company at www.cpmgroup.com.hk	Friday, 7 July 2017
Results of allocations in the Hong Kong Public Offering and the CNT Preferential Offer (with successful applicants' identification document numbers, where appropriate) to be made available through a variety of channels, including the websites of the Stock Exchange at www.hkexnews.hk and our Company at www.cpmgroup.com.hk as described in the section headed "How to Apply for Hong Kong Offer Shares and CNT Reserved Shares – 11. Publication of results" in the Prospectus from	Friday, 7 July 2017
Results of allocations in the Hong Kong Public Offering and the CNT Preferential Offer will be available at www.tricor.com.hk/ipo/result with a "search by identification number or business registration number" function from.	Friday, 7 July 2017
Despatch of Share certificates or deposit of the Share certificates into CCASS on or before ⁽³⁾	Friday, 7 July 2017
Despatch of HK eIPO White Form e-Auto Refund payment instruction/refund cheques (if applicable) on or before	Monday, 10 July 2017
Dealings in Shares on the Main Board to commence on	Monday, 10 July 2017

Notes:

- (1) All times and dates stated above refer to Hong Kong local time and date. Further information on the structure of the Global Offering, including its conditions, is set forth in the section headed "Structure and Conditions of the Global Offering" in the Prospectus as amended by the Supplemental Prospectus.
- (2) If there is a tropical cyclone warning signal number 8 or above or a "black" rainstorm warning in force in Hong Kong at any time from 9:00 a.m. to 5:00 p.m. on Monday, 3 July 2017, from 9:00 a.m. to 5:00 p.m. on Tuesday, 4 July 2017 and from 9:00 a.m. to 5:00 p.m. on Wednesday, 5 July 2017, the time period for completing and returning the Confirmation Forms will be extended to the next Business Day which does not have either of those warning signals in force in Hong Kong at any time between 9:00 a.m. and 5:00 p.m. on such day. A further announcement will be made by our Company if there is any extension to the dates mentioned in the Supplemental Prospectus.

- (3) Share certificates are expected to be issued on Friday, 7 July 2017, but will only become valid certificates of title provided that (i) the Global Offering has become unconditional in all respect, and (ii) the right of termination as described in the section headed “Underwriting” in the Prospectus has not been exercised prior to 8:00 a.m. (Hong Kong time) on the day on which dealings in our Shares on the Stock Exchange first commence (which is currently expected to be on Monday, 10 July 2017).

CONFIRMATION OF APPLICATIONS

In order for the Eligible Applicant’s application not to be rejected, positive confirmation of the application, through due completion and return of the **WHITE** Confirmation Form (the “**WHITE Confirmation Form**”) (for Eligible Applicants who have submitted the **WHITE** Application Forms or **YELLOW** Application Forms or the **HK eIPO White Form**) and/or the **BLUE** Confirmation Form (the “**BLUE Confirmation Form**”) (for Eligible Applicants who have submitted **BLUE** Application forms) (collectively, the “**Confirmation Forms**” or “**Confirmation Form**”) to confirm its or his or her application(s), will have to be received from the Eligible Applicant.

Any confirmation submitted by Eligible Applicants under the **WHITE** Confirmation Forms and/or the **BLUE** Confirmation Forms will apply to all (but not some only) of the relevant Offer Shares preliminarily allocated, and **will be irrevocable once made**.

Eligible Applicants who wish to confirm their applications will be required to take action, on the basis described below, no later than 5:00 p.m. on Wednesday, 5 July 2017. Eligible Applicants who do not confirm their applications in the prescribed manner will have their applications rejected.

No interest shall be payable on or with respect to application monies (including any refunded application monies) on account of or following the extension to the timetable of the Global Offering or otherwise.

The Supplemental Prospectus and **WHITE** Confirmation Forms may be obtained from 9:00 a.m. to 5:00 p.m. from Monday, 3 July 2017 to Wednesday, 5 July 2017 at the offices of the Underwriters and the branches of the receiving bank listed in the paragraphs under “5. How to Obtain this Supplemental Prospectus and the Confirmation Forms and How to Deposit the Confirmation Forms” in the Supplemental Prospectus. Our Company has sent (1) the Supplemental Prospectus and (2) the **BLUE** Confirmation Form to the Eligible CNT Applicants to inform them of the arrangements under which they may confirm their applications. The Supplemental Prospectus and **BLUE** Confirmation Forms may also be obtained from 9:00 a.m. to 5:00 p.m. from Monday, 3 July 2017 to Wednesday, 5 July 2017 from Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong.

Applicants who applied by using the **HK eIPO White Form** will receive a copy of the **WHITE** Confirmation Form, together with a link to the Supplemental Prospectus, and a notification regarding the publication of the Supplemental Prospectus and the change in the expected timetable of the Global Offering posted on the website of the Stock Exchange, **by email** from the designated **HK eIPO White Form** Service Provider.

For Eligible Applicants who applied by using WHITE or YELLOW and/or BLUE Application Forms or using HK eIPO White Form

Eligible Applicants must confirm by:

1. completing the relevant Confirmation Form by filling in all required information (including the applicant's identification document number which must be the same as the one filled in the **WHITE** or **YELLOW** or **BLUE** Application Form or **HK eIPO White Form**) and sign the Confirmation Form. For joint applicants, the Confirmation Form validly completed by any joint applicants will be valid and binding on the other joint applicant(s); and
2. (in the case of applications made under **WHITE** or **YELLOW** Application Forms or **HK eIPO White Form**) depositing the completed **WHITE** Confirmation Form at any of the branches of the receiving bank listed in the paragraphs under "5. How to Obtain this Supplemental Prospectus and the Confirmation Forms and How to Deposit the Confirmation Forms" in the Supplemental Prospectus by 5:00 p.m. on Wednesday, 5 July 2017; and/or
3. (in the case of applications made under **BLUE** Application Forms) depositing the completed **BLUE** Confirmation Form at Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by 5:00 p.m. on Wednesday, 5 July 2017.

Eligible Applicants who applied using **YELLOW** Application Forms through brokers, banks or other intermediaries and/or who had not provided their names and addresses on their Application Forms should check with their brokers, banks or other intermediaries to establish the latest time on which they can give instructions for the application confirmation as such latest time may be earlier than 5:00 p.m. on Wednesday, 5 July 2017. Eligible Applicants who do not meet the deadlines set by their brokers, banks or other intermediaries may not be able to confirm their applications. If a broker, bank or other intermediary fails to confirm confirmation of the relevant applicant in accordance with the procedures stipulated for confirmation, then the Confirmation Forms of such applicant may not be accepted and neither the Company nor anyone else connected with the Hong Kong Public Offering will be responsible for any loss incurred thereby.

For Eligible Applicants who applied by giving electronic application instructions to HKSCC via CCASS

Eligible Applicants who are CCASS Investor Participants may give instructions to HKSCC to confirm their applications. For details, such Eligible Applicants may refer to the internet broadcast message via the CCASS Internet System (<https://ip.ccass.com>) or call the CCASS Phone System at **2979 7888** for assistance.

Eligible Applicants who are not CCASS Investor Participants may instruct their brokers or custodians who are CCASS Clearing Participants or CCASS Custodian Participants to give instructions to HKSCC to confirm their applications. For details, CCASS Clearing Participants and CCASS Custodian Participants may refer to the broadcast message via the CCASS terminal. For enquiries, they may call the CCASS hotline at **2979 7111**.

Eligible Applicants who applied by giving **electronic application instructions** to HKSCC via CCASS should check with their brokers, banks or other intermediaries to establish the latest time on which they can give instructions for the application confirmation as such latest time may be earlier than 5:00 p.m. on Wednesday, 5 July 2017. Eligible Applicants who do not meet the deadlines set by their brokers, banks or other intermediaries may not be able to confirm their applications. If a broker, bank or other intermediary fails to confirm the application of the Eligible Applicants in accordance with the procedures stipulated for confirmation, then the Confirmation Forms of such applicant may not be accepted and neither the Company nor anyone else connected with the Hong Kong Public Offering will be responsible for any loss incurred thereby.

Eligible Applicants are reminded to confirm their applications for the Hong Kong Offer Shares and/or the CNT Reserved Shares before the deadline as stipulated in the Supplemental Prospectus, which is currently expected to be 5:00 p.m. on Wednesday, 5 July 2017. Eligible Applicants who do not confirm their applications for such Hong Kong Offer Shares and/or the CNT Reserved Shares in accordance with the procedures as set out in the Supplemental Prospectus, will be taken as not proceeding with their application(s) and that their application(s) will be rejected and their application monies will be refunded as stipulated in the revised expected timetable in the Supplemental Prospectus.

By Order of the Board
CPM Group Limited
Lam Ting Ball, Paul
Chairman

Hong Kong, 30 June 2017

As at the date of this announcement, the Board comprises Mr. Tsui Ho Chuen, Philip, Mr. Li Guangzhong and Mr. Wong Anders as executive Directors; Mr. Lam Ting Ball, Paul and Mr. Chong Chi Kwan as non-executive Directors; Ms. Chiu Kam Hing Kathy, Mr. Chua Joo Bin and Mr. Xia Jun as independent non-executive Directors.