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**LION ROCK GROUP LIMITED**

獅子山集團有限公司\*

*(Incorporated in Bermuda with limited liability)*

(Stock code: 1127)

**INSIDE INFORMATION  
SCHEME OF ARRANGEMENT, PROPOSED REDOMICILE OF  
OPUS GROUP LIMITED AND THE PROPOSED LISTING OF LEFT FIELD PRINTING  
GROUP LIMITED**

This announcement is made by the Board pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

On 14 June 2018, OPUS Group Limited (“**OPUS**”), our non-wholly owned subsidiary listed on the Australian Securities Exchange (the “**ASX**”), and Left Field Printing Group Limited (the “**Topco**”) entered into a Scheme Implementation Agreement (the “**SIA**”) under which it is proposed that a scheme of arrangement (the “**Scheme**”) will be implemented, subject to the conditions therein being fulfilled. Under the Scheme, it is proposed that shareholders of OPUS (the “**OPUS Shareholders**”) will exchange their securities in OPUS for securities in the Topco, a company newly incorporated in Bermuda with limited liability, which will effect a re-domiciliation of OPUS from Australia to Bermuda. A listing application has been made by the Topco to list its shares on the Main Board of the Stock Exchange (the “**Proposed Listing**”). Once the listing approval from the Listing Committee of the Stock Exchange has become unconditional, OPUS will be delisted from the ASX, subject to the fulfilment of any conditions that may be imposed by the ASX. The Scheme becoming effective is subject to satisfaction of certain standard conditions precedent, including but not limited to, OPUS Shareholders approving the Scheme by the requisite majorities, the Federal Court of Australia (the “**Federal Court**”) approving the Scheme and other necessary contractual and regulatory approvals being obtained.

In preparation for the Proposed Listing, OPUS and its subsidiaries will undergo reorganization (the “**Reorganization**”). Upon completion of the Reorganization, the Topco will become the immediate holding company of OPUS and its subsidiaries.

On 14 June 2018, the Topco submitted a listing application form (Form A1) to the Stock Exchange for an application for the listing of, and permission to deal in, the shares of the Topco on the Main Board of the Stock Exchange. It is intended that upon completion of the Reorganization and the Proposed Listing, the Company will have an interest of not less than 50% in the Topco and therefore Topco will remain as a subsidiary of the Company.

**Shareholders and potential investors should note that there is no assurance that the approval of the Listing Committee of the Stock Exchange for the Proposed Listing will be granted. The Proposed Listing is subject to, among other things, the approval by the Federal Court and by the OPUS Shareholders, the Scheme being effective and implemented, the approval of the Stock Exchange, the final decisions of the Board and the board of directors of the Topco, market conditions and other considerations. Accordingly, Shareholders and potential investors should be aware that there is no assurance that the Proposed Listing will take place and, if so, when they may take place. Shareholders and potential investors should exercise caution when dealing in or investing in the securities of the Company.**

By Order of the Board  
**Lion Rock Group Limited**  
Yeung Ka Sing  
*Chairman*

Hong Kong, 14 June 2018

*As at the date of this announcement, the board of directors of the Company comprises Mr. Lau Chuk Kin, Ms. Lam Mei Lan and Mr. Chu Chun Wan as executive directors; Mr. Li Hoi David and Mr. Guo Junsheng as non-executive directors; Mr. Yeung Ka Sing, Prof. Lee Hau Leung, Mr. Tsui King Chung, David and Dr. Ng Lai Man, Carmen as independent non-executive directors.*

*\* For identification purposes only*