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*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 31 October 2017 (the “Prospectus”) of Indigo Star 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 any Shares or other securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Share Offer described below before deciding whether or not to invest in the Offer Shares thereby being offered.*

*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 does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities of the Company in the United States. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “U.S. Securities Act”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer and is not currently intended to be any public offer of securities in the United States.*

## **INDIGO STAR HOLDINGS LIMITED**

### **靛藍星控股有限公司**

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

#### **LISTING BY WAY OF SHARE OFFER ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED**

**Number of Offer Shares : 100,000,000 Shares (subject to Offer Size Adjustment Option)**

**Number of Public Offer Shares : 10,000,000 Shares (subject to reallocation)**

**Number of Placing Shares : 90,000,000 Shares (subject to reallocation and the Offer Size Adjustment Option)**

**Offer Price : Not more than HK\$0.80 per Offer Share and expected to be not less than HK\$0.60 per Offer Share (payable in full in Hong Kong Dollars on application plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund)**

**Nominal value : HK\$0.01 per Share**

**Stock code : 8373**

**Sole Sponsor**



**Guotai Junan Capital Limited**

**Joint Bookrunners and Joint Lead Managers**



**Guotai Junan Securities (Hong Kong) Limited**



**雅利多證券**  
ARISTO SECURITIES LIMITED



**訊匯證券有限公司**  
SINCERE SECURITIES LIMITED

Application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Share Offer (a total of 400,000,000 Shares in issue upon completion of the Share Offer and any Shares which may be issued pursuant to the exercise of the Offer Size Adjustment Option and the exercise of any options which may be granted under the Share Option Scheme as described in the Prospectus).

Subject to the granting by the Stock Exchange of the approval of the listing of, and permission to deal in, the Shares on the GEM as well as 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, under contingent situation, 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 Share Offer comprises (i) the Public Offer of initially 10,000,000 Public Offer Shares, representing 10% of the total number of Offer Shares under the Share Offer (subject to reallocation); and (ii) the Placing of initially 90,000,000 Placing Shares, representing 90% of the total number of Offer Shares under the Share Offer (subject to reallocation and the Offer Size Adjustment Option). The allocation of the Shares between the Public Offer and the Placing is subject to adjustment as stated in the section headed “Structure and Conditions of the Share Offer — Reallocation” of the Prospectus.

The Offer Price will be not more than HK\$0.80 per Offer Share and is expected to be not less than HK\$0.60 per Offer Share, unless otherwise announced. Applicants for Public Offer Shares under the Public Offer shall pay in full, on application, the maximum Offer Price of HK\$0.80 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%. If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is lower than the maximum Offer Price of HK\$0.80 per Offer Share, appropriate refund payments (including the brokerage, SFC transaction levy and Stock Exchange trading fee attributable to the excess application monies) will be made to applicants, without interest.

In connection with the Share Offer, the Company proposes to grant to the Placing Underwriters, the Offer Size Adjustment Option pursuant to which the Joint Lead Managers (for themselves and on behalf of the Placing Underwriters) may exercise at any time during the period from the date of the Placing Underwriting Agreement to the business day immediately before the date of the announcement of the results of allocations and the basis of allocation of the Public Offer Shares, to require the Company to allot and issue up to an aggregate of 15,000,000 additional new Shares (representing 15% of the total number of Offer Shares initially made available under the Share Offer) on the same terms as those applicable to the Share Offer to cover over-allocations under the Placing (if any).

The Shares to be issued pursuant to the Offer Size Adjustment Option will not be used for price stabilisation purposes in the secondary market after Listing of the Shares on the Stock Exchange and are not subject to the Securities and Futures (Price Stabilising) Rules (Chapter 571W of the Laws of Hong Kong). Any such additional Shares may be issued to cover any

excess demand in the Placing. If the Offer Size Adjustment Option is exercised in full, the additional 15,000,000 Shares and the Offer Shares will represent approximately 3.6% and 24.1%, respectively, of the Company's enlarged share capital in issue immediately after completion of the Share Offer and the exercise of the Offer Size Adjustment Option.

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the related Application Forms. The Share Offer is conditional upon the fulfillment of the conditions as set out in the subsection headed "Structure and Conditions of the Share Offer — Conditions of the Public Offer" in the Prospectus. If such conditions have not been fulfilled (or, where applicable, waived by the Joint Lead Managers (for themselves and on behalf of the other Underwriters)) in accordance with the terms and conditions of the Underwriting Agreements on or before the dates and times as specified therein, the Share Offer will not proceed and all money received will be refunded to applicants for the Share Offer without interests and the Stock Exchange will be notified immediately. Notice of the lapse of the Public Offer will be published on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.indigostar.sg](http://www.indigostar.sg) on the next day following such lapse.

The Offer Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreements. Prospective investors of the Offer Shares should note that the Sole Sponsor and the Joint Lead Managers (for themselves and on behalf of the Underwriters and the Sole Sponsor) are entitled, in their absolute discretion, to terminate the Underwriters' obligations under the Underwriting Agreements by notice in writing to the Company, upon the occurrence of any of the events set forth under section headed "Underwriting — Underwriting arrangements and expenses — The Public Offer — Grounds for termination" of the Prospectus at any time prior to 8:00 a.m. on the Listing Date, i.e. Thursday, 16 November 2017. If, for any reason, the Offer Price is not agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters) on or around Monday, 6 November 2017, or such other date as may be agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the other Underwriters), the Share Offer will not become unconditional and will lapse. In the event that the terms and conditions of the Share Offer as mentioned therein are not fulfilled or waived by the Joint Lead Managers (for themselves and on behalf of the other Underwriters) (as the case may be) on or before such dates and times, the Share Offer will lapse and all monies received will be refunded to the applicants of the Share Offer without interest and the Stock Exchange will be notified immediately. If the Share Offer does not become unconditional or the Underwriting Agreements are terminated in accordance with their terms, the Company will make an announcement as soon as possible on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.indigostar.sg](http://www.indigostar.sg) on the next business day following the date of such lapse.

Applicants who would like the allotted Public Offer Shares to be issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like the allotted Public Offer Shares to be registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or their designated CCASS Participant's stock accounts maintained with CCASS should complete and sign the **YELLOW** Application Forms.

Printed copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 31 October 2017 until 12:00 noon on Friday, 3 November 2017 at:

(a) the following offices of the Joint Bookrunners and Joint Lead Managers:

**Guotai Junan Securities (Hong Kong) Limited**

26/F–28/F, Low Block, Grand Millennium Plaza  
181 Queen’s Road Central  
Hong Kong

**Aristo Securities Limited**

Room 101, 1/F, On Hong Commercial Building  
145 Hennessy Road, Wanchai, Hong Kong

**Sincere Securities Limited**

9/F, COSCO Tower, 183 Queen’s Road Central, Hong Kong

(b) any of the following branches of Standard Chartered Bank (Hong Kong) Limited, the receiving bank for the Public Offer:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
Hong Kong Island	88 Des Voeux Road Branch Wanchai Southorn Branch	88 Des Voeux Road Central, Central Shop C2 on G/F and 1/F to 2/F, Lee Wing Building, No. 156–162 Hennessy Road, Wanchai
Kowloon	Telford Gardens Branch	Shop P9–12, Telford Centre, Telford Gardens, Tai Yip Street, Kowloon Bay
New Territories	Metroplaza Branch Shatin Plaza Branch	Shop No. 175, Level 1, Metroplaza, 223 Hing Fong Road, Kwai Chung Shop No. 8, Shatin Plaza, 21–27 Shatin Centre Street, Shatin

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 31 October 2017 until 12:00 noon on Friday, 3 November 2017 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong, or your stockbroker.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker’s cashier order attached and marked payable to “Horsford Nominees Limited — Indigo Star Public Offer” for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following dates and times:

**Tuesday, 31 October 2017 — 9:00 a.m. to 5:00 p.m.**  
**Wednesday, 1 November 2017 — 9:00 a.m. to 5:00 p.m.**  
**Thursday, 2 November 2017 — 9:00 a.m. to 5:00 p.m.**  
**Friday, 3 November 2017 — 9:00 a.m. to 12:00 noon**

The application lists will be open from 11:45 a.m. to 12:00 noon on Friday, 3 November 2017, the last application day or such later time as described in the section headed “How to Apply for the Public Offer Shares — 7. Effect of bad weather on the opening of the application lists” of the Prospectus.

You will be deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application to the Company, the Joint Bookrunners, the Joint Lead Managers and the Hong Kong Share Registrar.

Please refer to the sections headed “Structure and Conditions of the Share Offer” and “How to Apply for the Public Offer Shares” of the Prospectus for details of the conditions and procedures of the Public Offer.

The announcement of the final Offer Price, the level of indications of interest in the Placing, the level of applications, the basis of allotment and the results of applications in the Public Offer will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.indigostar.sg](http://www.indigostar.sg) on or before Wednesday, 15 November 2017.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer will be made available on Wednesday, 15 November 2017 in the manner described in the section headed “How to apply for the Public Offer Shares — 8. Publication of results” of the Prospectus.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, 16 November 2017, dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Thursday, 16 November 2017. The Shares will be traded in board lots of 5,000 Shares each. The GEM stock code of the Shares is 8373.

On behalf of the Board  
**Indigo Star Holdings Limited**  
**Mr. Goh Cheng Seng**  
*Chairman and executive Director*

Hong Kong, 31 October 2017

*As at the date of this announcement, the executive Directors are Mr. Goh Cheng Seng, Ms. Tan Soh Kuan and Mr. Ng Sai Cheong; and the independent non-executive Directors are Mr. Ma Yiu Ho Peter, Mr. Tan Kee Cheo and Mr. Yip Ki Chi Luke.*

*In this announcement, unless otherwise stated, all times and dates refer to Hong Kong local times and dates.*

*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 which regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) 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 will remain on the Stock Exchange website at [www.hkexnews.hk](http://www.hkexnews.hk) and, in the case of this announcement, on the “Latest Company Announcements” page for at least seven days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at [www.indigostar.sg](http://www.indigostar.sg).*