

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated 30 December 2016 (the “Prospectus”) issued by ISDN HOLDINGS LIMITED 億仕登控股有限公司 (the “Company”).*

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for the Shares or other securities of the Company. Potential investors should read the Prospectus for detailed information about the Public Offer and the Placing described below before deciding whether or not to invest in the Shares thereby 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 in the United States. The Offer Shares have not been and will not be registered under the US Securities Act and may not be offered, sold, pledged, or transferred within the United States or to, or for the account or benefit of, US persons, except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the US Securities Act.



ISDN HOLDINGS LIMITED

億仕登控股有限公司*

(Incorporated in the Republic of Singapore with limited liability)

SHARE OFFER

Number of Offer Shares	: 40,000,000 Shares
Number of Public Offer Shares	: 4,000,000 Shares (subject to re-allocation)
Number of Placing Shares	: 36,000,000 Shares (subject to re-allocation)
Offer Price	: HK\$1.25 per Offer Share (payable in full on application and subject to refund, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%)
Nominal value	: Not applicable
Stock code	: 1656

Sole Sponsor



Shenwan Hongyuan Capital (H.K.) Limited

申萬宏源融資(香港)有限公司

Joint Bookrunners and Joint Lead Managers



Shenwan Hongyuan Capital (H.K.) Limited

申萬宏源融資(香港)有限公司



THE SHARE OFFER

Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, on the Main Board of the Stock Exchange, (i) all of the Shares in issue and listed on the main board of the SGX-ST; (ii) the Offer Shares to be issued pursuant to the Share Offer; (iii) the Shares which may be allotted and issued upon the exercise of any options which have been or may be granted pursuant to the ISDN ESOS 2016; (iv) the Shares which may be allotted and issued pursuant to the vesting of share awards which have been or may be granted pursuant to the ISDN EPSP 2012, subject to a maximum number of Shares of not more than 3% of the issued Shares as at the Listing Date; and (v) the Shares which may be allotted and issued pursuant to the exercise of the Warrants. Dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 12 January 2017.

The Share Offer comprises the Public Offer of initially 4,000,000 Shares (subject to re-allocation), representing 10% of the Offer Shares available under the Share Offer, and the Placing of initially 36,000,000 Shares (subject to re-allocation), representing 90% of the Offer Shares available under the Share Offer. The allocation of the Offer Shares between the Public Offer and the Placing will be subject to reallocation as described in the section headed “Structure of the Share Offer” in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Main Board of the Stock Exchange and 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 date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be 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 to enable the Shares to be admitted into CCASS.

The Offer Price will be HK\$1.25 per Offer Share. Applicants for the Public Offer Shares are required to pay, on application, the Offer Price of HK\$1.25 per Offer Share together with brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%.

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 Application Forms. Applicants who would like to have the allotted Public Offer Shares registered in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to have the allotted Public Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

TRANSFER OF SHARES TO HONG KONG PRIOR TO LISTING

As disclosed in the section headed “Listings, Registration, Dealings and Settlement – Special Arrangements to Facilitate Transfers Before the Listing” in the Prospectus, special arrangements have been made to facilitate transfers of Shares before the Listing. In connection with the Listing, the Singapore Principal Share Registrar and the Hong Kong Branch Share Registrar will provide three batch-transfers (“**Batch-Transfers**”) of the Singapore-listed Shares for Shareholders seeking to transfer their Shares to the Hong Kong Branch Share Register before the Listing.

Shareholders who hold their Shares directly in CDP can complete and submit the request for withdrawal of securities form to CDP and the SG Removal Request Form to the Singapore Principal Share Registrar before the relevant dates stipulated below in order to participate in the Batch-Transfers. For the first batch-transfer, the relevant date to submit the request for withdrawal of securities form to CDP and the SG Removal Request Form to the Singapore Principal Share Registrar was Wednesday, 28 December 2016 (before the Listing Date) and the relevant date that the Share certificates are available for collection from the Hong Kong Branch Share Registrar’s office will be Wednesday, 11 January 2017 (before the Listing Date).

For the second batch-transfer and the third batch-transfer, the relevant dates to submit the request for withdrawal of securities form to CDP and the SG Removal Request Form to the Singapore Principal Share Registrar is Friday, 30 December 2016 and Tuesday, 3 January 2017 (before the Listing Date) respectively; and the relevant dates that the Share certificates are available for collection from the Hong Kong Branch Share Registrar’s office will be Friday, 13 January 2017 and Monday, 16 January 2017 (after the Listing Date) respectively.

The Company will bear the costs, fees and duties payable for the Batch-Transfers. Withdrawal fees payables to CDP will be borne by the relevant Shareholders and CDP’s existing charges will still apply, together with any other costs to be levied by Shareholders’ own brokers, nominees or custodians (where relevant). Shareholders should note that all costs, fees and duties payable for any subsequent transfer of their Shares, including fees chargeable by the share registrars and the CDP will be borne by Shareholders themselves.

AVAILABILITY OF THE PROSPECTUS AND APPLICATION FORMS

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 30 December 2016, until 12:00 noon on Thursday, 5 January 2017 from:

1. the following office of the Joint Lead Managers:

Shenwan Hongyuan Capital (H.K.) Limited	Level 19, 28 Hennessy Road, Hong Kong
South China Securities Limited	28/F., Bank of China Tower, 1 Garden Road, Central, Hong Kong

2. any of the branches of the receiving bank for the Public Offer:

Standard Chartered Bank (Hong Kong) Limited

District	Branch name	Address
Hong Kong Island	88 Des Voeux Road Branch	88 Des Voeux Road Central, Central
	Wanchai Southorn Branch	Shop C2 on G/F and 1/F to 2/F, Lee Wing Building, No. 156-162 Hennessy Road, Wanchai
Kowloon	Kwun Tong Branch	G/F, 414 Kwun Tong Road, Kowloon
	Tsimshatsui Branch	G/F, 8A-10 Granville Road, Tsimshatsui
New Territories	Shatin Plaza Branch	Shop No. 8, Shatin Plaza, 21-27 Shatin Centre Street, Shatin

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 30 December 2016 until 12:00 noon on Thursday, 5 January 2017 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "**HORSFORD NOMINEES LIMITED – ISDN PUBLIC OFFER**" for payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above on such dates and during such time as specified in the Application Forms.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 30 December 2016 until 12:00 noon on Thursday, 5 January 2017 or such later time as described in the section headed "How to Apply for the Public Offer Shares – 9. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

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

The Company expects to publish the announcement on the level of indication of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares (i) in The Standard (in English); (ii) in the Hong Kong Economic Journal (in Chinese); (iii) on the website of the Stock Exchange (www.hkexnews.hk) and (iv) on the Company's website (www.isdnholdings.com) on Wednesday, 11 January 2017. The results of allocations (with the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants) under the Public Offer will be available through a variety of channels from Wednesday, 11 January 2017 as described in the section headed "How to Apply for the Public Offer Shares – 10. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title. Share certificates for the Offer Shares are expected to be issued on Thursday, 12 January 2017 but will only become valid at 8:00 a.m. in Hong Kong on that date provided that the Share Offer has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. Investors who trade Shares on the basis of publicly available allocation details or prior to the receipt of Share certificates for the Offer Shares or such Share certificates becoming valid do so entirely at their own risk. No receipt will be issued for application monies received.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 12 January 2017. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 1656.

This announcement is available for viewing on the respective websites of the Company at www.isdnholdings.com, the Stock Exchange at www.hkexnews.hk and the SGX-ST at www.sgx.com.

By order of the Board
ISDN HOLDINGS LIMITED
億仕登控股有限公司*
Mr. Teo Cher Koon
President and Managing Director

Hong Kong, 30 December 2016

As of the date of this announcement, the Board comprises Mr. Teo Cher Koon and Mr. Kong Deyang as executive Directors; and Mr. Lim Siang Kai (Chairman), Mr. Soh Beng Keng and Mr. Tan Soon Liang as independent non-executive Directors.

*Please also refer to the published version of this announcement in **The Standard** (in English) and the **Hong Kong Economic Journal** (in Chinese).*

* *For identification purpose only*