

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Prospective investors should read the prospectus dated 28 November 2017 (the “Prospectus”) issued by Solis Holdings Limited (the “Company”) for detailed information about the Placing and the Public Offer (collectively, the “Share Offer”) described below before deciding whether or not to invest in the Offer Shares.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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 applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will be no public offer of the Offer Shares in the United States.

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same respective meanings as defined in the Prospectus.

SOLIS HOLDINGS LIMITED

守益控股有限公司

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Number of Offer Shares : 210,000,000 Shares
Number of Public Offer Shares : 21,000,000 Shares (subject to reallocation)
Number of Placing Shares : 189,000,000 Shares (subject to reallocation)
Offer Price : Not more than HK\$0.85 per Offer Share and expected to be not less than HK\$0.75 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value : HK\$0.01 per Share
Stock code : 2227

Sponsor

ALTUS CAPITAL LIMITED

Joint Bookrunners and Joint Lead Managers



Application has been made by the Company through the Sponsor, Altus Capital Limited which is located at 21 Wing Wo Street, Central, Hong Kong, to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued on the Main Board of the Stock Exchange as described in the Prospectus pursuant to the Capitalisation Issue, the Share Offer and any new Shares which may be allotted and issued pursuant to the exercise of any options that may be granted under the Share Option Scheme.

The Share Offer comprises the Public Offer of initially 21,000,000 Shares, representing 10.0% of the total number of Offer Shares being offered under the Share Offer (subject to reallocation) and the Placing of initially 189,000,000 Shares, representing 90.0% of the total number of Offer Shares being offered under the Share Offer (subject to reallocation). 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 and conditions of the Share Offer” in the Prospectus.

If the Stock Exchange grants the listing of, and permission to deal in, the Shares and the Company complies 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 any other date HKSCC chooses. 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. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The final Offer Price is expected to be determined by agreement between the Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters) on the Price Determination Date, which is currently expected to be on or around Friday, 1 December 2017 or such later date as may be agreed between our Company and the Joint Lead Managers (for themselves and on behalf of the Underwriters). If, for any reason, the Offer Price is not agreed on or before 5:00 p.m. on Friday, 1 December 2017, the Share Offer will not proceed and will lapse. In such event, the Company will issue an announcement on the Stock Exchange website at www.hkexnews.hk and the Company’s website at www.TheSolisGrp.com. The Offer Price will be not more than HK\$0.85 per Offer Share and is expected to be not less than HK\$0.75 per Offer Share. Applicants for the Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.85 per Offer Share together with a brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price is lower than HK\$0.85. If the Offer Price as finally determined is less than the maximum Offer Price of HK\$0.85 per Offer Share, appropriate refund payments (including the brokerage fee, SFC transaction levy and the Stock Exchange trading fee attributable to the excess application monies) will be made to applicants, without interests.

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms.

Applicants who would like to be allotted the Public Offer Shares issued in their own names should either (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk under the **HK eIPO White Form** service.

Applicants who would like to have the Public Offer Shares allotted and issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 28 November 2017 until 12:00 noon on Friday, 1 December 2017 from:

(i) the following office of the Public Offer Underwriters:

Sincere Securities Limited

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

Aristo Securities Limited

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

Pacific Foundation Securities Limited

11th Floor, New World Tower II
16–18 Queen's Road Central
Hong Kong

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

District	Branch name	Address
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building, 4–4A, Des Voeux Road Central, Central
	Causeway Bay Branch	G/F to 2/F, Yee Wah Mansion, 38–40A Yee Wo Street, Causeway Bay
Kowloon	Lok Fu Shopping Centre Branch	Shop G201, G/F., Lok Fu Shopping Centre
	Cheung Sha Wan Branch	828 Cheung Sha Wan Road, Cheung Sha Wan
New Territories	Maritime Square Branch	Shop 308E, Level 3, Maritime Square, Tsing Yi

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 28 November 2017 until 12:00 noon on Friday, 1 December 2017 from:

- (i) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or
- (ii) your stockbrokers who may also have **YELLOW** Application Forms and the Prospectus available.

Both **WHITE** and **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, to which cheques or banker's cashier orders made payable to "**HORSFORD NOMINEES LIMITED — SOLIS PUBLIC OFFER**" should be securely stapled and deposited in the special collection boxes provided at any of the branches of the receiving bank referred to above at the following times:

Tuesday, 28 November 2017 — 9:00 a.m. to 5:00 p.m.
Wednesday, 29 November 2017 — 9:00 a.m. to 5:00 p.m.
Thursday, 30 November 2017 — 9:00 a.m. to 5:00 p.m.
Friday, 1 December 2017 — 9:00 a.m. to 12:00 noon

Applicants may apply online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk from 9:00 a.m. on Tuesday, 28 November 2017 until 11:30 a.m. on Friday, 1 December 2017 (or such later date as may apply as described in the paragraph headed "10. Effect of bad weather on the opening of the application lists" under the section headed "How to apply for Public Offer Shares" of the Prospectus) (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 28 November 2017 until 12:00 noon, Friday, 1 December 2017. The application lists will open from 11:45 a.m. to 12:00 noon on Friday, 1 December 2017 (or such later date as may apply in case of certain bad weather conditions as described in the paragraph headed “10. Effect of bad weather on the opening of the application lists” under the section headed “How to apply for Public Offer Shares” 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 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 Public Offer Shares” in the Prospectus for details of the conditions and application procedures of the Share Offer.

The Company expects to publish the announcement on the final Offer Price, the level of indications of interest in the Placing, the level of applications under the Public Offer and the basis of allocation of the Public Offer Shares on or before Friday, 8 December 2017 in the website of the Company at www.TheSolisGrp.com and the website of the Stock Exchange at www.hkexnews.hk.

Results of allocation of the Public Offer Shares, the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants and the number of the Public Offer Shares successfully applied for under the Public Offer, will be made available in the manner as described in the paragraph headed “11. Publication of results” under the section headed “How to Apply for Public Offer Shares” in the Prospectus on Friday, 8 December 2017.

The Company will not issue temporary documents of title of the Shares. No receipt will be issued for application monies received. Share certificates will only become valid certificates of title provided that the Share Offer has become unconditional in all aspects and the right of termination described in the paragraph headed “Grounds for termination” under the section headed “Underwriting” in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. on Monday, 11 December 2017.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Monday, 11 December 2017, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Monday, 11 December 2017. The Shares will be traded in board lots of 4,000 Shares. The stock code of the Shares is 2227.

By Order of the Board of Director
Solis Holdings Limited
Mr. Tay Yong Hua
Executive Chairman and Executive Director

Hong Kong, 28 November 2017

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Tay Yong Hua, Mr. Tay Yong Meng and Mr. Kenneth Teo Swee Cheng as the Executive Directors, and Ms. Theng Siew Lian Lisa, Mr. Law Wang Chak Waltery and Mr. Tan Sin Huat Dennis as the independent Non-Executive Directors.