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WEIYE HOLDINGS LIMITED

偉業控股有限公司*

*(Singapore Company Registration Number: 198402850E)
(Incorporated in the Republic of Singapore with limited liability)*

**(Singapore Stock Code: BMA)
(Hong Kong Stock Code: 1570)**

THE PROPOSED VOLUNTARY DELISTING OF THE SHARES OF THE COMPANY FROM THE OFFICIAL LIST OF THE MAINBOARD OF THE SGX-ST PURSUANT TO RULES 1307 AND 1309 OF THE LISTING MANUAL OF THE SGX-ST – RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 24 JULY 2018

1. INTRODUCTION

The board of directors (the “**Board**”) of WEIYE HOLDINGS LIMITED (the “**Company**”) refers to:

- a. the joint announcement dated 13 March 2018 (the “**Joint Announcement**”) jointly issued by the Company and Fine Skill Holdings Limited (the “**Offeror**”) in relation to the proposed voluntary delisting (the “**Delisting**”) of the shares of the Company from the Official List of the Mainboard of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), and the conditional offer (the “**Exit Offer**”) by China Galaxy International Securities (Hong Kong) Co., Limited and Stirling Coleman Capital Limited (collectively the “**Joint Financial Advisers**”) for and on behalf of the Offeror to acquire all the issued ordinary shares in the capital of the Company other than those already owned, controlled or agreed to be acquired by the Offeror;

- b. the joint announcement dated 3 April 2018 jointly issued by the Company and the Offeror in relation to an application made to the Securities Industry Council of Singapore (the “**SIC**”) and the Executive Director of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong or any delegate of the Executive Director (the “**Executive**”) for an extension of time for the despatch of the circular and the exit offer letter from 3 April 2018 to 31 May 2018, in connection with the Exit Offer and the Delisting;
- c. the joint announcement dated 3 May 2018 jointly issued by the Company and the Offeror in relation to monthly updates on the Exit Offer and the Delisting;
- d. the joint announcement dated 31 May 2018 jointly issued by the Company and the Offeror in relation to an application made to the Executive for an extension of time for the despatch of the circular and the exit offer letter from 31 May 2018 to 29 June 2018, in connection with the Exit Offer and the Delisting;
- e. the announcement of the Company dated 15 June 2018 in relation to the receipt by the Company of a letter from the SGX-ST stating that the SGX-ST has no objection to the Delisting, subject to compliance with Rules 1307 and 1309 of the SGX-ST Listing Manual. The SGX-ST’s decision is not to be taken as an indication of the merits of the Delisting and the Exit Offer;
- f. the circular dated 20 June 2018 issued by the Company in relation to the Exit Offer and the Delisting (the “**Circular**”);
- g. the exit offer letter dated 20 June 2018 issued by the Joint Financial Advisers for and on behalf of the Offeror in relation to the Exit Offer and the Delisting (the “**Exit Offer Letter**”); and
- h. the announcement dated 20 June 2018 jointly issued by the Offeror and the Company in relation to the despatch of the Circular and the Exit Offer Letter to shareholders of the Company.

Capitalised terms used herein have the same meanings as defined in the Circular unless the context otherwise requires.

2. EXTRAORDINARY GENERAL MEETING HELD ON 24TH JULY 2018 POLL RESULTS

The Board wishes to announce that at the EGM held on 24 July 2018, the Delisting Resolution as set forth in the Notice of EGM dated 20 June 2018 was put to vote by way of a poll and duly approved and passed by the Shareholders in accordance with the requirements of Rule 1307 of the SGX-ST Listing Manual.

As at the date of the EGM, there were a total of 196,133,152 Shares in issue. None of the Shareholders had stated their intention in the Circular to abstain from voting or to vote against the Delisting Resolution at the EGM. As disclosed in the Circular, pursuant to the Irrevocable Undertakings, the Undertaking Shareholders have, *inter alia*, undertaken to vote an aggregate of 131,269,904 Shares, representing approximately 66.93% of the total issued Shares, in favour of the Delisting Resolution at the EGM. Save as disclosed, no other Shareholders had stated in the Circular their intention to vote for the Delisting Resolution at the EGM. No Shareholder was required to abstain from voting on the Delisting Resolution at the EGM. Accordingly, a total of 196,133,152 Shares entitled the holder to attend and vote for or against the Delisting Resolution at the EGM. Shareholders holding a total of 164,027,858 Shares attended and voted for or against the Delisting Resolution at the EGM.

The results of the poll on the resolution are set out below as confirmed by Ardent Business Advisory Pte Ltd, who acted as scrutineer at the EGM:

		For		Against	
	Total number of Shares represented by votes for and against the relevant resolution	Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)	Number of Shares	As a percentage of total number of votes for and against the relevant resolution (%)
Ordinary Resolution					

Rule 1307 Resolution

Approval for the Voluntary Delisting of the Company	164,027,858	163,975,088	99.97	52,770	0.03
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As the above Delisting Resolution was approved by a majority of more than 75% of the total number of issued Shares (excluding treasury Shares and subsidiary holdings) held by Shareholders present and voting, on a poll, either in person or by proxy at the EGM (the “**Voting Shares**”) and the Delisting Resolution was not voted against by 10% or more of the Voting Shares, the Delisting Resolution was duly approved and passed by Shareholders in accordance with the requirements of Rule 1307 of the SGX-ST Listing Manual. Accordingly, the Condition of the Delisting and Exit Offer has been satisfied.

A joint announcement will be issued by the Company and the Offeror today regarding the Exit Offer becoming unconditional in all respects and the final closing date of the Exit Offer.

SHAREHOLDERS SHOULD NOTE THAT APPROVING THE DELISTING RESOLUTION AT THE EGM DOES NOT AUTOMATICALLY MEAN THAT THEY HAVE ACCEPTED THE EXIT OFFER.

SHAREHOLDERS WHO WISH TO ACCEPT THE EXIT OFFER SHOULD REFER TO APPENDICES 2 AND 3 TO THE EXIT OFFER LETTER FOR THE PROCEDURES RELATING TO ACCEPTANCE AND SETTLEMENT OF THE EXIT OFFER.

3. RESPONSIBILITY STATEMENTS

Pursuant to the HK Takeovers Code:

All Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Pursuant to the SGX-ST Listing Manual:

The Directors (including any Director who may have delegated detailed supervision of the preparation of this announcement) collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Delisting, the Exit Offer, and the Group, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source (including, without limitation, information in relation to the Relevant Persons, the Undertaking Shareholders and the Joint Financial Advisers), the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

By Order of the Board
WEIYE HOLDINGS LIMITED
Zhang Wei

Executive Chairman and Chief Executive Officer

Singapore, 24 July 2018

As at the date of this announcement, the Executive Directors are Mr. Zhang Wei and Mr. Chen Zhiyong; the Non-Executive Director is Mr. Dong Xincheng; and the Independent Non-Executive Directors are Mr. Ong Kian Guan, Mr. Oh Eng Bin and Mr. Siu Man Ho Simon.

* *For identification purposes only*

Important Notice:

This announcement does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this announcement in any jurisdiction in contravention of applicable laws and regulations. The release, publication or distribution of this announcement in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this announcement is released, published or distributed should inform themselves about and observe such restrictions.