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Unless otherwise defined, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated November 30, 2016 (the “**Prospectus**”) of Vixtel Technologies 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 securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Placing described below before deciding whether or not to invest in the Placing Shares thereby being offered.



Vixtel Technologies Holdings Limited

飛思達科技控股有限公司

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING

- Number of Placing Shares** : 102,800,000 Shares (subject to the Offer Size Adjustment Option)
- Placing Price** : Not more than HK\$0.84 per Share and expected to be not less than HK\$0.62 per Share, plus brokerage of 1%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application and subject to refund on final price)
- Nominal value** : HK\$0.01 per Share
- Board lot** : 5,000 Shares
- Stock code** : 8342

Sole Sponsor and Sole Global Coordinator



KGI Capital Asia Limited

Joint Bookrunners



KGI Capital Asia Limited

CROSBY

Joint Lead Managers



KGI Capital Asia Limited

CROSBY



Printed copies of the Prospectus as required by the GEM Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance are available, for information purposes only, from 9:00 a.m. to 5:00 p.m. (Hong Kong time) during business days from Wednesday, November 30, 2016 to Wednesday, December 14, 2016 (both dates inclusive) at the office of KGI Capital Asia Limited at 41/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong.

The Company is offering 102,800,000 Placing Shares (subject to the Offer Size Adjustment Option) for subscription by way of Placing at the Placing Price, in aggregate representing 21.12% of our Company's enlarged share capital immediately after the completion of the Capitalization Issue and the Placing, on and subject to the terms and conditions as set out in the Underwriting Agreement and the Prospectus.

In addition, the Company has also granted the Offer Size Adjustment Option to the Sole Global Coordinator, which is exercisable with the Company's prior written consent by the Sole Global Coordinator on behalf of the Underwriters, at its sole and absolute discretion under the Underwriting Agreement, at any time up to Wednesday, December 14, 2016, to require the Company to allot and issue up to 15,420,000 additional Shares at the Placing Price, representing 15.0% of the initial number of the Placing Shares, on the same terms as those applicable to the Placing, solely to cover any over-allocation in the Placing.

The Shares to be issued pursuant to the Offer Size Adjustment Option will not be used for price stabilisation purpose and is not subject to the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

Application for the Placing Shares will only be considered on the basis of the terms and conditions as set out in the Prospectus.

The Placing is conditional upon the fulfillment of the conditions as set out in "Structure and conditions of the Placing — Conditions of the Placing" of the Prospectus. In the event that the conditions of the Placing as mentioned in the Prospectus are not fulfilled or waived pursuant to the terms of the Underwriting Agreement prior to the time and date specified in the Prospectus, the Placing will lapse thereafter and all monies received will be refunded to the applicants of the Placing Shares without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.vixtel.com on the next business day following the date of such lapse.

The Placing Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreement. Prospective investors of the Placing Shares should note that the Sole Global Coordinator (for itself and on behalf of the Underwriters) is entitled to terminate the Underwriting Agreement with immediate effect by giving notice in writing to the Company upon the occurrence of any events set forth in "Underwriting — Grounds for termination" of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date, which is currently expected to be Thursday, December 15, 2016.

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares issued and to be issued as described in the Prospectus, including the Placing Shares and any Shares which may fall to be issued pursuant to the Capitalisation Issue and upon the exercise of the Offer Size Adjustment Option and any option that may be granted under the Share Option Scheme.

Subject to the granting by the Stock Exchange of the listing of, and permission to deal in, the Shares on 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, on any 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 for the Shares to be admitted into CCASS.

The Placing Price will not be more than HK\$0.84 and is expected to be not less than HK\$0.62 per Placing Share. The Placing Price will be determined by the Price Determination Agreement between the Company and the Sole Global Coordinator (for itself and on behalf of the Underwriters) on the Price Determination Date which is expected to be on or about Wednesday, December 7, 2016, and in any event, not later than Wednesday, December 14, 2016. If the Company and the Sole Global Coordinator (for itself and on behalf of the Underwriters) are unable to reach an agreement on the Placing Price by the Price Determination Date or such later date as may be agreed between the Company and the Sole Global Coordinator (for itself and on behalf of the Underwriters), the Placing will not become unconditional and will lapse.

The Company will not issue temporary documents or evidence of title. All Share certificates will only become valid documents of title when the Placing has become unconditional in all respects and the Underwriting Agreement has not been terminated in accordance with its terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date. No receipt will be issued for the subscription monies for the Placing Shares.

The announcement of the level of indications of interests in the Placing and the basis of allocation of the Placing Shares will be published on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.vixtel.com on or before Wednesday, December 14, 2016.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. (Hong Kong time) on Thursday, December 15, 2016, Shares will be traded in board lots of 5,000 Shares each. The GEM stock code for the Shares is 8342.

By order of the Board of
Vixtel Technologies Holdings Limited
Yue Yong
Chairman and executive Director

Hong Kong, November 30, 2016

As at the date of this announcement, the executive Directors are Mr. Yue Yong, Mr. Sie Tak Kwan and Mr. Guan Haiqing; the non-executive Director is Mr. Liang Judong and the independent non-executive Directors are Mr. Cheung Hon Fai, Mr. Lam Kin Man and Mr. Shen Qi.

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 with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and 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 <http://www.hkexnews.hk> and in the case of this announcement, on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published and remained on the Company’s website at www.vixtel.com.