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Vixtel Technologies Holdings Limited

飛思達科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8342)

PROPOSED TRANSFER OF THE LISTING OF THE SHARES FROM THE GROWTH ENTERPRISE MARKET TO THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

Financial adviser to the Company



The Board is pleased to announce that the Company submitted a formal application to the Stock Exchange on 13 February 2018 for the Proposed Transfer of Listing of all its issued Shares from GEM to the Main Board pursuant to Chapter 9A of the Main Board Listing Rules and the relevant provisions of the GEM Listing Rules. The Proposed Transfer of Listing will not involve issue of any new Shares by the Company.

There is no assurance that permission will be obtained from the Stock Exchange for the Proposed Transfer of Listing. Shareholders and potential investors should be aware that the Proposed Transfer of Listing is subject to, among others, the fulfillment of all the pre-conditions for the Proposed Transfer of Listing as set out under Rule 9A.02 of the Main Board Listing Rules by the Company and the granting of relevant approval by the Stock Exchange. Accordingly, the Proposed Transfer of Listing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

PROPOSED TRANSFER OF LISTING

The Board is pleased to announce that the Company submitted a formal application to the Stock Exchange on 13 February 2018 for the Proposed Transfer of Listing of all its issued Shares from GEM to the Main Board pursuant to Chapter 9A of the Main Board Listing Rules and the relevant provisions of the GEM Listing Rules.

REASONS FOR THE PROPOSED TRANSFER OF LISTING

The Company has been listed on GEM since 15 December 2016. The Group is principally engaged in the provision of application performance management, or APM, products and services in the PRC. The Board believes that the Transfer of Listing will be beneficial for the Company for its continued growth, financing flexibility and business development, and is in the overall interest of the Company and will create a long-term value to its Shareholders as a whole. In addition, the Board also believes that the Transfer of Listing will:

- enhance the profile of the Company and increase the Company's brand awareness and market reputation among public investors which will, in turn, increase the confidence of its investors and stakeholders;
- increase further the Company's bargaining power in negotiating terms with potential customers and suppliers, while its business partners will have more confidence in the Company's quality of products and financial strength and credibility;
- improve the Company's ability to recruit and retain key management and research personnel; and
- the Main Board trading platform will enhance the trading liquidity of the Shares as well as the fund raising capability of the Group.

As at the date of this announcement, the Board has no immediate plans to change the nature of business of the Group following the Proposed Transfer of Listing. The Proposed Transfer of Listing will not involve issue of any new Shares by the Company.

CONDITIONS OF THE PROPOSED TRANSFER OF LISTING

The Proposed Transfer of Listing is conditional upon, among other things:

- (i) the Stock Exchange granting approval for the listing of, and permission to deal in all Shares in issue on the Main Board; and
- (ii) all other relevant consents or approvals (if any) required or in connection with the implementation of the Proposed Transfer of Listing having been obtained, and the fulfillment of all conditions which may be attached to such consents or approvals (if any).

GENERAL

The Board would like to emphasise that the definitive timetable for the Proposed Transfer of Listing has yet to be finalised. The Company will make further announcements in relation to the progress of the Proposed Transfer of Listing as and when appropriate.

There is no assurance that permission will be obtained from the Stock Exchange for the Proposed Transfer of Listing. Shareholders and potential investors should be aware that the implementation of the Proposed Transfer of Listing is subject to, among others, the fulfillment of all the pre-conditions for the Proposed Transfer of Listing as set out under Rule 9A.02 of the Main Board Listing Rules by the Company and the granting of relevant approval by the Stock Exchange. Accordingly, the Proposed Transfer of Listing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

“Board”	board of Directors
“Company”	Vixtel Technologies Holdings Limited, a company incorporated in the Cayman Islands with limited liability, whose issued Shares are listed and traded on the GEM
“Director(s)”	the director(s) of the Company
“GEM”	Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Main Board”	the stock market operated by the Stock Exchange prior to the establishment of GEM (excluding the options market) and which stock market continues to be operated by the Stock Exchange in parallel with GEM. For the avoidance of doubt, the Main Board excludes GEM
“Main Board Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Proposed Transfer of Listing”	the proposed transfer of the listing of the Shares from GEM to the Main Board
“Share(s)”	the ordinary share(s) of the Company
“Shareholder(s)”	holder(s) of Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Hong Kong, 13 February, 2018

As at the date of this announcement, the executive Directors are Mr. Yue Yong (Chairman), 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, Professor 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 will remain on the website of the GEM at **www.hkgem.com** on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement will also be published and will remain on the website of the Company at **www.vixtel.com**.*