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SOLIS HOLDINGS LIMITED
守益控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2227)

DISCLOSEABLE TRANSACTIONS IN RELATION TO ACQUISITION OF BONDS

THE ACQUISITIONS

On 29 January 2024, 31 July 2024 and 30 September 2024, the Company had acquired Bond A, Bond B and Bond C at the consideration of S$509,093 (equivalent to approximately HK$3.0 million), S$505,336 (equivalent to approximately HK$3.0 million) and S$559,688 (equivalent to approximately HK$3.3 million) respectively on the open market.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of each of the Acquisition A (on an aggregate basis with Previous Acquisition A), Acquisition B (on an aggregate basis with Previous Acquisition B) and Acquisition C (on an aggregate basis with Previous Acquisition C) exceeds 5% but is less than 25%, each of the Acquisition A, Acquisition B and Acquisition C constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

THE ACQUISITIONS

On 29 January 2024, 31 July 2024 and 30 September 2024, the Company had acquired Bond A, Bond B and Bond C at the consideration of S$509,093 (equivalent to approximately HK$3.0 million), S$505,336 (equivalent to approximately HK$3.0 million) and S$559,688 (equivalent to approximately HK$3.3 million) respectively on the open market.

Principal terms of the Bonds

Bond A

Date	:	29 January 2024
Issuer	:	STT GDC Pte. Ltd. (the "**Issuer A**")
Principal Amount	:	S$500,000
Consideration	:	S$509,093 (equivalent to approximately HK$3.0 million)
Coupon Rate	:	5.70% p.a. (payable semi-annually)
Maturity Date	:	Perpetual
Redemption at maturity	:	100%

Bond B

Date	:	31 July 2024
Issuer	:	ESR-REIT (the "**Issuer B**")
Principal Amount	:	S$500,000
Consideration	:	S$505,336 (equivalent to approximately HK$3.0 million)
Coupon Rate	:	6.00% p.a. (payable semi-annually)
Maturity Date	:	Perpetual
Redemption at maturity	:	100%

Bond C

Date	:	30 September 2024
Issuer	:	Panther Ventures Limited (the "**Issuer C**")
Guarantor	:	CK Asset Holdings Limited (the "**Guarantor**")
Guarantee	:	The due and punctual payment of all sums payable by the Issuer C in respect of the Bond C will be unconditionally and irrevocably guaranteed by the Guarantor
Principal Amount	:	S$750,000
Consideration	:	S$559,688 (equivalent to approximately HK$3.3 million)
Coupon Rate	:	3.38% p.a. (payable semi-annually)
Maturity Date	:	Perpetual
Redemption at maturity	:	100%

The considerations for the Acquisitions were funded from the Company's internal resources.

The Acquisitions were made through the open market, the Company is not aware of the identities of the sellers of the Bonds. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, the sellers of Bonds and their respective ultimate beneficial owners are third parties independent of the Company.

INFORMATION OF THE ISSUERS

Issuer A

According to the public information available to the Directors, the Issuer A is a company incorporated in Singapore with limited liability, the shares of which are listed on the Singapore Exchange. The Issuer A and its subsidiaries are principally engaged in communication services.

Issuer B

According to the public information available to the Directors, the Issuer B operates as an industrial real estate investment trust. It invests in logistics, warehousing, workshops, industrial business park, and light and general industrial sectors, as well as provides leasing and asset management services. The shares of Issuer B are listed on the Singapore Exchange (Stock Code: J91U).

Issuer C

According to the public information available to the Directors, the Issuer C is a company incorporated in British Virgin Islands with limited liability and principally engaged in investment management and securities issuance. The Bond C is listed on the Stock Exchange (Stock Code: 40872).

The Guarantor

According to the public information available to the Directors, the Guarantor is an exempted company incorporated with limited liability in the Cayman Islands, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1113). The Guarantor's group has diverse capabilities with activities presently encompassing property development and investment, hotel and serviced suite operation, property and project management, pub operation and investment in infrastructure and utility asset operation.

INFORMATION OF THE GROUP

The Company is a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange. The Group is principally engaged in designing, building and installations of mechanical and electrical systems.

REASONS FOR AND BENEFITS FOR THE ACQUISITIONS

The Group acquired the Bonds for investment purpose. The investment strategy of the Group is, among others, to generate stable return to the Group within an acceptable risk level by investing in a broad diversification of portfolio, including but not limited to stocks, bonds, funds, structured products and derivatives in different business sectors to broaden its revenue streams and to seek sustainable business which increase value for its Shareholders. The Acquisitions provide the Group with opportunities to balance and diversify its investment portfolio, as well as to generate a stable return to the Group within an acceptable risk level. The Directors consider that the Acquisitions are fair and reasonable and are in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of each of the Acquisition A (on an aggregate basis with Previous Acquisition A), Acquisition B (on an aggregate basis with Previous Acquisition B) and Acquisition C (on an aggregate basis with Previous Acquisition C) exceeds 5% but is less than 25%, each of the Acquisition A, Acquisition B and Acquisition C constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DELAY IN DISCLOSURE AND REMEDIAL ACTIONS

Pursuant to Rule 14.34 of the Listing Rules, after the terms of a disclosable transaction have been finished, the Company must publish an announcement as soon as possible. As such, the failure by the Company to comply with the above requirement constituted non-compliance with Chapter 14 of the Listing Rule. To the best of the Company's knowledge and belief, the delay in disclosure and the non-compliance with the Chapter 14 of the Listing rules was due to the unintentional and inadvertent oversight by the responsible staff. The responsible staff only computed the size test based on assets ratio and did not aggregate a series of transactions completed with 12 months and treat them as if they were one transaction as each of the Acquisition A, Acquisition B and Acquisition C was conducted on separate dates.

The Company deeply regrets its non-compliance with the Listing Rules but it would like to stress that such non-compliances were inadvertent, and the Company had no intention to withhold any information relating to the investment in Bonds. To prevent the reoccurrence of the similar incidents of non-compliance with the Listing Rules, the following remedial actions have been or will be taken by the Group:

(a) the Company has required its responsible staff on the treatment of the investment in bonds in accordance with the Listing Rules to avoid delay in report and disclosure in the future should such obligations arise. The Company will also arrange regular trainings on regulatory compliance matters relating to notifiable transactions to the Directors, senior management, responsible staff and management to strengthen and reinforce their existing knowledge as well as their ability to identify potential issues at an early state, ensure that they fully understand the requirements of the Listing Rules; and

(b) the Company shall work more closely with its external legal advisers on compliance issues and shall, as and when appropriate, consult other professional advisers before entering into possible notifiable transaction or when notifiable transactions are being contemplated.

The Directors believe that the implementation of the remedial measures as disclosed in this announcement will effectively rectify such misapprehension, strengthen and reinforce the knowledge of the responsible staff and management, senior management and Directors relating to notifiable transactions under the Listing Rules, and improve the regulatory compliance abilities of the Company in the identification and reporting of related issues with assistance from appropriate external advisers.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions shall have the meanings set out below:

"Acquisitions"	the Acquisition A, Acquisition B and Acquisition C
"Acquisition A"	the acquisition of the Bond A by the Company on the open market on 29 January 2024
"Acquisition B"	the acquisition of the Bond B by the Company on the open market on 31 July 2024
"Acquisition C"	the acquisition of the Bond C by the Company on the open market on 30 September 2024
"Bonds"	Bond A, Bond B and Bond C
"Board"	the board of Directors of the Company
"Company"	Solis Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
"Directors"	the director(s) of the Company from time to time
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
"Previous Acquisition A"	the acquisition of the Bond A by the Company on the open market at a consideration of S$500,000 on 15 January 2024

"Previous Acquisition B"	the acquisition of the Bond B by the Company on the open market at a consideration of S$493,133 on 4 January 2024
"Previous Acquisition C"	the acquisition of the Bond C by the Company on the open market at a consideration of S$189,098 on 23 September 2024
"Shares"	the ordinary share(s) of HK$0.01 each in the capital of the Company
"Shareholders"	the holder(s) of the issued Share(s)
"S$"	Singapore dollars, the lawful currency of Singapore
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent.

For the purpose of this announcement, the exchange rate of S$1.00 = HK$5.88 has been used for currency translation, where applicable. Such an exchange rate is for illustrative purposes and does not constitute representations that any amount in HK$ or S$ has been, could have been or may be converted at such a rate.

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

Singapore, 17 October 2025

As at the date of this announcement, the executive Directors are Mr. Tay Yong Hua and Mr. Kenneth Teo Swee Cheng (Kenneth Zhang Ruiqing); and the independent non-executive Directors are Ms. Carolyn Seet Su Lin, Mr. Choong Pei Nung and Mr. Kwong Choong Kuen (Huang Zhongquan).