



(Company Registration No. 198402850E)
(Incorporated in the Republic of Singapore)

PROPOSED SPIN-OFF AND LISTING OF CLEAN ROOM AND HVAC EQUIPMENT BUSINESS – REGISTRATION OF OFFER DOCUMENT

1. INTRODUCTION

The Board of Directors (the "**Board**") of Weiye Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**") refers to the Company's announcements dated 28 September 2015, 12 November 2015, 27 November 2015 and 11 December 2015 and the circular dated 12 November 2015 (the "**Circular**") in relation to the proposed spin-off and listing of the Company's clean room and HVAC equipment business on Catalist.

Unless the context otherwise requires, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Circular.

The Board is pleased to announce the launch of the initial public offering (the "**Placement**") of Eindec Corporation Limited ("**Eindec Corporation**"), following the registration, on 6 January 2016, by the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), acting as agent on behalf of the Monetary Authority of Singapore, of the offer document dated 6 January 2016 (the "**Final Offer Document**") issued in connection with the Placement.

UOB Kay Hian Private Limited ("**UOBKH**") is the Issue Manager, Sponsor and Placement Agent to the Placement.

The Placement comprises an offering of 35,800,000 new Eindec Shares (the "**Placement Shares**") for which Eindec Corporation invites applications for pursuant to the Placement, subject to and on the terms and conditions of the Final Offer Document, at S\$0.21 (the "**Placement Price**") for each Placement Share, payable in full on application.

The total number of issued Eindec Shares immediately after the completion of the Placement will be 107,700,000 Eindec Shares.

On the basis of the Placement Price and the post-Placement share capital of Eindec Corporation of 107,700,000 Eindec Shares, the size of the Placement will be approximately S\$7.5 million and the market capitalisation of Eindec Corporation will be approximately S\$22.6 million.

The Company will retain a shareholding interest in Eindec Corporation of approximately 66.8% immediately after the Placement.

In respect of the Placement, Eindec Corporation has, on 6 January 2016, entered into a management and full sponsorship agreement and a placement agreement with UOBKH.

Please refer to the Final Offer Document for full details on Eindec Corporation and the Placement.

2. FINANCIAL EFFECTS OF THE PLACEMENT

For illustrative purposes only, the pro forma financial effects of the Placement as set out below have been computed based on the latest audited consolidated financial statements for the Group for FY2014 and assuming that:

- (a) the Restructuring Exercise had been completed;
- (b) the net asset value of the assets to be transferred pursuant to the Asset SPA and the Asset Supplemental SPA is S\$9,008,000. For the avoidance of doubt, this excludes the BOC Term Loan and the corresponding receivable for the intra-group on-lending of the BOC Term Loan from Xie Tong Technology to Weiye Holdings (Hong Kong) Limited; and
- (c) as a result of the Placement, the Company's shareholding interest in Eindec Corporation will be diluted from 100.0% to 66.8% immediately after the Placement.

As the pro forma financial effects set out below are based on the latest audited consolidated financial statements of the Group for FY2014, they are therefore not necessarily reflective of the future financial position of the Group following the Placement.

The Company had, on 8 December 2015 completed a consolidation of every ten (10) existing ordinary shares in the capital of the Company into one (1) ordinary share, disregarding fractional entitlements ("**Share Consolidation**"). The pro forma financial effects of the Placement after the Share Consolidation, based on the latest audited consolidated financial statements of the Group for FY2014 and the assumptions set out above, are set out below alongside the financial effects of the Placement disclosed in the Circular.

Please refer to the Company's announcements dated 28 August 2015, 2 October 2015, 27 November 2015, 1 December 2015 and 8 December 2015 for further details of the Share Consolidation.

2.1 Share Capital

As no new Shares will be issued by the Company in connection with the Placement, the Placement will not have any impact on the share capital of the Company.

2.2 EPS

Assuming that the Placement had been completed on 1 January 2014, the financial effects on the EPS of the Group for FY2014 would be as follows:

	Before the Share Consolidation		After the Share Consolidation	
	Audited FY2014	After the Placement	Audited FY2014	After the Placement

Profit attributable to owners of the Company (RMB'000)	258,295	255,640	258,295	255,640
EPS (basic) (RMB cents)	13.17	13.06	131.69	130.57
EPS (diluted) (RMB cents)	13.17	13.06	131.69	130.57

2.3 NAV per Share

Assuming that the Placement had been completed on 31 December 2014, the financial effects on the NAV per Share of the Group would be as follows:

	Before the Share Consolidation		After the Share Consolidation	
	Audited as at 31 December 2014	After the Placement	Audited as at 31 December 2014	After the Placement
NAV	1,047,292	1,043,041	1,047,292	1,043,041
NAV per Share (RMB cents)	53.40	53.41	534.0	534.09

3. INDICATIVE TIMETABLE

An indicative timetable for the Placement and trading in the Eindec Shares is set out below:

Indicative date and time	Event
6 January 2016 (immediately upon registration of the Final Offer Document)	Commencement of the Placement
13 January 2016 at 12.00 noon	Close of the list of applications for subscription for the Placement Shares (" Application List ")
15 January 2016 at 9.00 a.m.	Commence trading on a "ready" basis
20 January 2016	Settlement date for all trades done on a "ready" basis

The above timetable is indicative only as it assumes that (i) the date of closing of the Application List will be 13 January 2016, (ii) the date of admission of Eindec Corporation to the Catalist is 15 January 2016, (iii) the shareholding spread requirement will be complied with and (iv) the Placement Shares will be issued and fully paid-up prior to 15 January 2016. The actual date on which Eindec Shares will commence trading on a "ready" basis will be announced when it is confirmed by the SGX-ST.

The above timetable and procedures may be subject to such modifications as the SGX-ST may, in its absolute discretion, decide, including the commencement of trading on a "ready" basis and the commencement date of such trading.

Investors should consult the SGX-ST's announcement of the "ready" trading date on the internet (on the SGX-ST's website <http://www.sgx.com>), or the local newspapers or check with their brokers on the date on which trading on a "ready" basis will commence.

In the event of any changes in the closure of the Application List or the time period during which the Placement is open, Eidec Corporation will publicly announce the same:

- (a) through an SGXNET announcement to be posted on the internet at the SGX-ST website <http://www.sgx.com>; and
- (b) in a local English language newspaper.

Eidec Corporation will provide details of the results of the Placement (including the level of subscription and the results of the distribution of the Placement Shares) as soon as practicable after the closure of the Application List through the channels described in (a) and (b) above.

By Order of the Board
WEIYE HOLDINGS LIMITED

Zhang Wei
Executive Chairman

6 January 2016

IMPORTANT NOTICE

This announcement does not constitute an offer, invitation to purchase or subscribe for or solicitation of Eidec Shares in Singapore or any jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever. The information in this announcement is qualified in its entirety by, and is subject to, the more detailed information to be set out in the Final Offer Document. The information presented in this announcement is subject to change. Copies of the Final Offer Document relating to the Placement may be obtained, subject to availability, from UOBKH. Anyone wishing to purchase Eidec Shares should read the Final Offer Document before deciding whether to purchase Eidec Shares and will need to make an application in the manner set out in the Final Offer Document. Any decision to purchase Eidec Shares should be made solely on the basis of information contained in the Final Offer Document and no reliance should be placed on any information other than that contained in the Final Offer Document.