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KSL HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8170)

INSIDE INFORMATION DISPOSAL OF SHARES BY SUBSTANTIAL SHAREHOLDER AND CHANGE OF SUBSTANTIAL SHAREHOLDER

This announcement is made pursuant to Rule 17.10 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

The board (the “**Board**”) of directors (the “**Directors**”) of KSL Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) has been notified by Mr. Lin Ye (“**Mr. Lin**”), the chairman of the Board, an executive director and a substantial shareholder (as defined under the GEM Listing Rules) of the Company, that on 28 December 2018 (after trading hours), Mr. Lin and Mr. Huang Xiao Fang (“**Mr. Huang**”) entered into a sale and purchase agreement (the “**Sale and Purchase Agreement**”) whereby Mr. Lin agreed to acquire the entire issued share capital of Sonic Solutions Limited at a total consideration of HK\$470,000,000. As at the date of this announcement, Sonic Solutions Limited holds 86,534,000 shares of the Company, representing approximately 21.04% of the total issued share capital of the Company while Mr. Lin Ye holds 29,513,000 shares of the Company, representing approximately 7.18% of the total issued share capital of the Company.

Upon completion of the Sale and Purchase Agreement, Mr. Huang will cease to be interested in any share of the Company while Mr. Lin will be interested in an aggregate of 116,047,000 shares of the Company, representing approximately 28.22% of the total issued share capital of the Company. Accordingly, Mr. Lin will become a substantial shareholder (as defined under the GEM Listing Rules) of the Company.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
KSL Holdings Limited
Lin Ye
Chairman

Hong Kong, 28 December 2018

As at the date of this announcement, the executive Directors are Mr. Lin Ye, Mr. Au Siu Chung, Mr. Long Jie, Mr. Yuan Shuang Shun and Ms. Xiao Yi Liao Ge; and the independent non-executive Directors are Ms. Kwong Ka Ki, Mr. Yu Hua Chang and Ms. Guo Liying.

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 “Latest Company Announcements” page of the Stock Exchange’s website at www.hkexnews.hk for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.kslholdings.com.