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KSL HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8170)

HIGH CONCENTRATION OF SHAREHOLDING

This announcement is made at the request of the Stock Exchange in respect of the high concentration of the shareholding of the Company in the hands of a limited number of Shareholders as at 12 May 2015.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in respect of the high concentration of the shareholding of KSL Holdings Limited (the “**Company**”) in the hands of a limited number of shareholders (the “**Shareholders**”) of the Company as at 12 May 2015.

The Company noted that an announcement (the “**SFC Announcement**”) has been published by the Securities and Future Commission (the “**SFC**”) on 26 May 2015.

As disclosed in the SFC Announcement, the SFC has recently completed an enquiry into the shareholding of the Company. Its findings suggested that as at 12 May 2015, a group of 19 shareholders held an aggregate of 61,712,000 shares of the Company (the “**Shares**”), representing 15.01% of the issued Shares. Such shareholding, together with 308,400,000 Shares (representing 75.00% of the issued Shares) held by the substantial shareholder of the Company, represented 90.01% of the issued Shares as at 12 May 2015. Therefore, only 41,088,000 Shares (representing 9.99% of the issued Shares) were in the hands of other investors as at 12 May 2015.

As at 12 May 2015, the shareholding structure of the Company was as follows:

	Number of Shares held (Shares)	Approximate % of total number of issued Shares (%)
Sonic Solutions Limited (<i>Note</i>)	308,400,000	75.00
A group of 19 Shareholders	61,712,000	15.01
Other Shareholders	<u>41,088,000</u>	<u>9.99</u>
Total	<u><u>411,200,000</u></u>	<u><u>100.00</u></u>

Note: Sonic Solutions Limited is beneficially wholly-owned by Mr. Li Kai Shun, the chairman and an executive director of the Company.

As stated in the SFC Announcement:

- The Company was listed on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited on 5 December 2014 by way of placing a total of 102,800,000 Shares, representing 25.00% of the issued Shares, at HK\$0.60 per Share. Share price of the Company closed at HK\$4.26 on the first day of trading. Since then, the closing price of the Shares rose gradually to close at HK\$6.10 on 27 February 2015.
- During the period from 2 March to 30 March 2015, the closing price of the Shares increased further to close at HK\$9.20 on 30 March 2015, which represented an increase of 1,433% from the initial placing price of HK\$0.60 in December 2014.
- As at 22 May 2015, price of the Shares closed at HK\$9.0, representing an increase of 111% since its first day of listing or an increase of 1,400% from the initial placing price of HK\$0.60 per Share.

The above information is extracted from the SFC Announcement and the board (the “**Board**”) of the directors of the Company (the “**Directors**”) has not verified such information. Accordingly, the Board is not in a position to comment on the accuracy of the information above except (i) the shareholdings of Sonic Solutions Limited as set out in the table above, (ii) the listing date, the number of placing shares and the placing price, and (iii) the respective closing prices of the Shares as at 5 December 2014, 27 February 2015, 30 March 2015 and 22 May 2015.

Public Float

Based on the information available and to the best knowledge of the Board, as at 12 May 2015 and the date of this announcement, Sonic Solutions Limited held 308,400,000 Shares, representing 75.00% of the issued Shares.

The Board believes that, to the best of its knowledge, information and belief based on the information available to it, not less than 25.00% of the issued Shares are held in public hands as at 12 May 2015 and the date of this announcement and the Company is able to comply with the public float requirement under the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.

By order of the Board
KSL Holdings Limited
Li Kai Shun
Chairman

Hong Kong, 26 May 2015

As at the date of this announcement, the executive Directors are Mr. Li Kai Shun, Mr. Tam Yi Shek, Mr. Chan Kin Pong and Mr. Tsang Siu Wah; and the independent non-executive Directors are Mr. Ko Chi Keung, Mr. Ho Ho Ming and Mr. Ong Chi King.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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.