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VISTAR HOLDINGS LIMITED

熒德控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8535)

CHANGE OF COMPLIANCE ADVISER

The board (the “**Board**”) of directors (the “**Directors**”) of Vistar Holdings Limited (the “**Company**”) announces that the Company and Kingsway Capital Limited (“**Kingsway**”) have mutually agreed to terminate the compliance adviser agreement with effect from 31 August 2019 (the “**Termination**”) due to recent change in Kingsway’s handling officer.

As at the date of this announcement, the Board is not aware of any material matters in relation to the Termination that need to be drawn to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board further announces that Innovax Capital Limited (“**Innovax Capital**”) has been appointed as the new compliance adviser to the Company as required pursuant to Rule 6A.27 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (“**GEM Listing Rules**”) with effect from 1 September 2019 until the date, pursuant to Rule 6A.19 of the GEM Listing Rules, on which the Company complies with Rule 18.03 of the GEM Listing Rules in respect of the Company’s financial results for the second full financial year commencing after the date of initial listing of the Company (being the year ending 31 March 2020), or until the compliance adviser agreement entered into between the Company and Innovax Capital is terminated in accordance with its terms, whichever is earlier.

Innovax Capital is a licensed corporation to carry out types 1 (dealing in securities) and 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

By order of the Board
Vistar Holdings Limited
Poon Ken Ching Keung
Chairman and Executive Director

Hong Kong, 21 August 2019

As at the date of this announcement, the Board comprises Mr. POON Ken Ching Keung, Mr. POON Ching Tong Tommy and Mr. NG Kwok Wai as executive Directors, Ms. POON Kam Yee Odilia as the non-executive Director; and Mr. YUNG Chung Hing and Mr. LAM Chung Wai as independent non-executive Directors.

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 Listed Company Information” page of the GEM website at www.hkgem.com for at least seven days from the date of its posting. This announcement will also be published on the website of the Company at www.vistarholdings.com.