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PANTRONICS HOLDINGS LIMITED

桐成控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock Code: 1611)

CHANGE OF COMPLIANCE ADVISER

The board of directors (the “**Board**”) of Pantronics Holdings Limited (the “**Company**”) announces that the Company and Octal Capital Limited (“**Octal Capital**”) have mutually agreed to terminate the compliance adviser agreement entered into between the Company and Octal Capital dated 27 April 2016, with effect from 15 March 2018, due to commercial reasons.

Save as disclosed in this announcement, each of the Board and Octal Capital confirms that, as at the date of this announcement, there are no other matters relating to the change of compliance adviser that are required 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 Titan Financial Services Limited (“**Titan Financial**”) has been appointed as the new compliance adviser to the Company pursuant to Rule 3A.19 of The Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) with effect from 15 March 2018 until the date on which the Company complies with Rule 13.46 of the Listing Rules in respect of the financial results of the Company for the first full financial year commencing after the date of the Company’s initial listing (being the financial year ending 30 September 2018), or until the compliance adviser agreement entered into between the Company and Titan Financial is terminated in accordance with its terms, whichever is earlier.

Titan Financial is a licensed corporation permitted to carry out Type 1 (dealing in securities) and Type 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
PANTRONICS HOLDINGS LIMITED
Simon Nai-cheng Hsu
Chairman

Hong Kong, 15 March 2018

As at the date of this announcement, the Board comprises (1) Mr. Henry Woon-hoe Lim and Mr. Ho Hon Ching as the executive Directors; (2) Mr. Simon Nai-cheng Hsu as the non-executive Director; and (3) Mr. Pochin Christopher Lu, Mr. Danny J Lay and Ms. Hui Leung Ching Patricia as the independent non-executive Directors.