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**SOLIS HOLDINGS LIMITED**  
**守益控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2227)**

**INSIDE INFORMATION**  
**LITIGATION**

This announcement is made by Solis Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance.

**(1) OVERVIEW OF THE LITIGATION**

On 31 March 2023, the Company commenced criminal proceedings against the D.D. Resident Co., Ltd (the “**Investee**”) and two directors of the Investee (collectively as the “**Defendants**”) for the failure to comply with the relevant laws in Thailand in which the Criminal Court of Thailand has formally listed the criminal claim for trial after preliminary hearings of evidence from the authorised representative of the Company and the Defendants are required by law to attend the next hearing fixed on 27 December 2023 to make a plead for the criminal case.

In April 2023, the Company also made a written complaint to and sought assistance from the Department of Business Development (the “**DBD**”) to conduct financial investigation on the accounts of the Investee for the relevant years which was accepted by DBD and DBD had issued written requests twice to the Investee for submission of the specified accounting documents for the specified years. However, the Investee did not comply with the written requests. In November 2023, the Bureau of Law of DBD had taken further legal action on the Investee for their failure to comply with the DBD’s demand.

On 29 October 2023, civil action under Action No.991/2566 was issued at the Provincial Court of Pattaya (the “**Court**”) by the vendors of the Investee as the plaintiffs for the unpaid balance for the acquisition of the 49% shareholdings of the Investee against the Company (Defendant 1), Mr. Tay Yong Hua (Defendant 2), Mr. Kenneth Teo Swee Cheng (Defendant 3) and Aiyaree International Hotel Management Limited, subsidiary of the Company (Defendant 4) (the “**Litigation**”).

The Company has instructed its authorised representative in Thailand to proceed with the Defence and Counterclaim against the Plaintiffs and the same is now being handled by a reputable law firm in Pattaya, Thailand.

## **(2) IMPACT OF THE LITIGATION ON THE GROUP**

Based on the current assessment and as of the date of this announcement, the Litigation has no material adverse impact on the business or daily operation of the Group as a whole. The Group will take appropriate measures to minimise possible disruptions to the operation of the Group, if any.

While it is expected that the Group will rigorously defend the Litigation and make a counterclaim for the full amount of consideration paid under the Sales and Purchase Agreement together with damages, as the Litigation is still at an early stage, it is difficult to predict the period of time to be involved in getting the court decision of the first instance court. However, the Thailand legal advisors representing the Company has indicated that they have full confidence in getting the positive result for the Company and the Company is still assessing the financial impact of the Litigation on the Group. The Company will actively communicate with the relevant parties to properly resolve the Litigation as soon as possible.

Taking into account the progress of the Litigation, the Company will perform its information disclosure obligations in a timely manner in accordance with the requirements under the relevant laws and regulations.

**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  
**Solis Holdings Limited**  
**Tay Yong Hua**  
*Executive Chairman and Executive Director*

Singapore, 15 December 2023

*As at the date of this announcement, the executive Directors are Mr. Tay Yong Hua and Mr. Kenneth Teo Swee Cheng (Kenneth Zhang Ruiqing); and the independent non-executive Directors are Mr. Cheung Garnok, Mr. Choong Pei Nung and Mr. Kwong Choong Kuen (Huang Zhongquan).*