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SOMERLEY CAPITAL HOLDINGS LIMITED

Somerley Capital Holdings Limited

新百利融資控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8439)

TERMINATION OF SOMERLEY CAPITAL LIMITED’S ROLE AS JOINT COMPLIANCE ADVISER

The board (the “**Board**”) of directors (the “**Directors**”) of Somerley Capital Holdings Limited (the “**Company**”) announces that the Company and Somerley Capital Limited (“**Somerley Capital**”), a subsidiary of the Company, have mutually agreed to terminate the compliance adviser’s agreement entered into between the Company and Somerley Capital dated 9 March 2017 (the “**Agreement**”) with effect from 1 September 2017. The Company has appointed Halcyon Capital Limited as its independent compliance adviser since the date of its listing. Now that the first annual report of the Company as a listed company has been published and its first annual general meeting has been held, the Company considers it is unnecessary to retain an in-house compliance adviser and an independent compliance adviser concurrently.

Save as disclosed in this announcement, the Board and Somerley Capital confirm that, as at the date of this announcement, there are no matters relating to the termination of the Agreement that need to be drawn to the attention of the shareholders of the Company and the Stock Exchange.

Halcyon Capital Limited (a corporation licensed to carry out Type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) will continue its role as the independent compliance adviser of the Company on a sole basis from 1 September 2017 onwards.

By order of the Board
Somerley Capital Holdings Limited
SABINE Martin Nevil
Chairman

Hong Kong, 25 August 2017

As at the date of this announcement, the executive Directors are Mr. SABINE Martin Nevil, Mr. CHEUNG Tei Sing Jamie and Mr. CHOW Wai Hung Kenneth; the independent non-executive Directors are Mr. CHENG Yuk Wo, Mr. HIGGS Jeremy James and Mr. YUEN Kam Tim Francis.

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 (“GEM”) of the Stock Exchange 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 GEM website at www.hkgem.com for at least 7 days from the date of its posting and will also be published on the Company’s website at www.somerleycapital.com.