

Unless otherwise defined, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus (the “Prospectus”) of Fairson Holdings Limited (the “Company”) dated 6 May 2011.

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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company. Potential investors should read the Prospectus for detailed information about the Placing described below before deciding whether or not to invest in the Shares thereby being offered.

FAIRSON HOLDINGS LIMITED

鈺皓控股有限公司

(Incorporated in the Cayman Islands with limited liability)

LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING

Number of Placing Shares	: 165,000,000 Placing Shares
Placing Price	: HK\$0.30 per Placing Share, plus brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: HK\$0.001 per Share
GEM stock code	: 8132

Sponsor

 **博大資本國際有限公司**
Partners Capital International Limited

Bookrunner

 **華富嘉洛**
證券期貨

Joint Lead Managers

 **華富嘉洛**
證券期貨

 **博大資本國際有限公司**
Partners Capital International Limited

Copies of the Prospectus required by the GEM Listing Rules and the Companies Ordinance are available, for information purposes only, at the offices of Partners Capital International Limited at Room 3906, 39th Floor, COSCO Tower, 183 Queen’s Road Central, Hong Kong and of Quam Securities Company

Limited at Room 3208, Gloucester Tower, The Landmark, 11 Pedder Street, Central, Hong Kong from 4:00 p.m. to 5:00 p.m. on Friday, 6 May 2011, from 9:00 a.m. to 1:00 p.m. on Saturday, 7 May 2011, from 9:00 a.m. to 5:00 p.m. on Monday, 9 May 2011 and from 9:00 a.m. to 5:00 p.m. from Wednesday, 11 May 2011 up to and including Thursday, 12 May 2011 (both dates inclusive).

Pursuant to the Underwriting Agreement, the Company is offering 165,000,000 Placing Shares for subscription by way of Placing at the Placing Price, on and subject to the terms and conditions set out in the Prospectus.

Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares issued and to be issued pursuant to the Placing, the Capitalisation Issue and any new Shares which may be allotted and issued upon the exercise of any options which may be granted under the Share Option Scheme as described in the Prospectus.

Application for the Placing Shares will only be considered on the basis of the terms and conditions as set out in the Prospectus. The Placing is conditional upon the fulfilment of the conditions set forth under the paragraph headed “Conditions of the Placing” in the section headed “Structure and conditions of the Placing” in the Prospectus. In the event that such conditions are not fulfilled (or, where applicable, waived by the Sponsor and/or the Joint Lead Managers (for themselves and on behalf of the Underwriters)) in accordance with the terms and conditions of the Underwriting Agreement on or before the dates and times as specified therein, the Placing will not proceed and all monies received will be refunded to applicants of the Placing without interest and the Stock Exchange will be notified immediately. Notice of the lapse of the Placing will be published by the Company on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.sunfairw.com.hk) on the next Business Day following the date of such lapse.

Prospective investors should note that the Sponsor and/or Joint Lead Managers (for themselves or on behalf of the Underwriters) are entitled to terminate the Underwriting Agreement by giving notice in writing to the Company, upon the occurrence of any of the events set forth under the paragraph headed “Grounds for termination” in the section headed “Underwriting” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

Subject to the granting by the Stock Exchange of the listing of, and permission to deal in, the Shares on GEM, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in the CCASS with effect from the Listing Date or on any other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

The Placing Price per Share is HK\$0.30. The Company will not issue any temporary document of title. No receipt will be issued for the subscription monies for the Placing Shares.

Share certificates will only become valid documents of title when the Placing has become unconditional in all respects and the Underwriting Agreement has not been terminated in accordance with its term prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

The announcement of the level of indication of interests in the Placing and the basis of allocations of the Placing Shares will be published on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.sunfairw.com.hk on 17 May 2011.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. on Wednesday, 18 May 2011. Shares will be traded in board lot of 10,000 shares each. The GEM stock code for the Shares is 8132.

By order of the Board
Fairson Holdings Limited
Yeung Tin Hung
Chairman

Hong Kong, 6 May 2011

As at the date of this announcement, the executive Directors are Mr. Yeung Tin Hung, Mr. Yeung Shing Wai, Mr. Zhou Yu Hui, Mr. Chen Tian Gang; and the independent non-executive Directors are Mr. Li Hin Lung, Mr. Chua Hoon Chong and Mr. Chan Kai Wo.

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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are reasonable.

This announcement and a copy of the Prospectus will remain on the website of the Stock Exchange at www.hkexnews.hk and in the case of this announcement, on the "Latest Company Announcements" page for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company's website at www.sunfairw.com.hk.