

光啟科學有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 439)

25 February 2015

ASX Limited Exchange Centre 20 Bridge Street SYDNEY NSW 2000 Unit 906, 9/F, Wings Building 110-116 Queen's Road Central Central Hong Kong

Phone: 3970 4060 Fax: 3970 4065

Dear Sir/Madam

### Martin Aircraft Company Limited (ASX: MJP) - Notice of substantial holding

KuangChi Science Limited (KCS) and the entities listed in Attachments A and B to this letter became substantial holders in Martin Aircraft Company Limited (MJP) shortly before MJP's admission to the Official List of ASX Limited on 24 February 2015. KCS is not required to disclose details of its substantial holding in MJP under Australian or New Zealand law or the ASX Listing Rules. Despite not being obliged to do so, KCS has decided voluntarily to make the disclosures contained in this letter but readers should be aware that KCS disclaims any responsibility to update the information at any later time (although KCS may well do so).

All disclosures are given on the basis of the definitions of associate, relevant interest and voting power contained in the Australian *Corporations Act 2001* (Cth) (Corporations Act) and on the basis of KCS's actual knowledge as at the date of this letter. Readers should be aware that KCS's knowledge may not be correct and hence the disclosure may contain material errors.

Readers are also advised to refer to MJP's Second Supplementary Prospectus dated 19 December 2014 and Third Supplementary Prospectus dated 14 January 2015 (available from <a href="www.asx.com">www.asx.com</a>) which disclose the arrangements under which KCS came to acquire the ordinary shares in MJP (Shares) set out in this letter and may in the future acquire an interest of up to approximately 55% of the Shares in MJP.

As at the date of this statement, KCS, each of the KCS group entities listed in Attachment A (**Group Entities**) and each of the up-stream entities listed in Attachment B (**Up-stream Entities**) have the following voting power in MJP:

#### **Details of voting power**

| Class of securities        | Number of securities | Person's votes | Voting power |
|----------------------------|----------------------|----------------|--------------|
| Fully paid ordinary shares | 55,763,636           | 55,763,636     | 22.83%       |

#### **Details of relevant interests**

| Holder of relevant interest                                 | Nature of relevant interest   | Class and number of securities |
|---|---|--------------------------------|
| KCS   | Relevant interest as registered holder under section 608(1) of the Corporations Act as a result of off-market purchases of fully paid Shares.               | 14,950,000 Shares              |
| KCS   | Relevant interest as registered holder under section 608(1) of the Corporations Act as a result of the issue by MJP of fully paid Shares to KCS on its IPO. | 40,813,636 Shares              |
| New Horizon Wireless<br>Technology Limited (New<br>Horizon) | Relevant interest under section 608(3)(a) of Corporations Act by having voting power above 20% in KCS.  | 55,763,636 Shares              |
| Each Up-Stream Entity (other than New Horizon)              | Relevant interest under section 608(3)(b) of Corporations Act by having control of New Horizon.   | 55,763,636 Shares              |

Each of the Group Entities have voting power equal to that of KCS by virtue of being associates of KCS under s12(2)(a) of the Corporations Act.

# Details of present registered holders

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder | Class and number of securities |
|-----------------------------|---------------------------------|--|--------------------------------|
| KCS                         | KCS                             | KCS  | 55,763,636 Shares              |

#### Consideration

| Holder of relevant | Date of acquisition | Consideration (AUD) | Class and number of |
|--------------------|---------------------|---------------------|---------------------|
| interest           |                     |                     | securities          |
| KCS                | 18 February 2015    | \$5,980,000         | 14,950,000 Shares   |
| KCS                | 19 February 2015    | \$16,325,454.40     | 40,813,636 Shares   |

Yours faithfully

Chan Ming Kei

Company Secretary

KuangChi Science Limited

# Attachment A – Group Entities

The following entities are associates of KCS under section 12(2)(a) of Corporations Act by being controlled by KCS

| Name and ACN/ARSN (if applicable)                | Country                   |
|--|---------------------------|
| Advance Summit Limited                           | British Virgin Islands    |
| Fanda Pacific Limited                            | British Virgin Islands    |
| New Able Investments Limited                     | British Virgin Islands    |
| New Able Trading Limited                         | Hong Kong                 |
| Instant Up Limited                               | Hong Kong                 |
| Sky Will Printing & Packaging (Holdings) Limited | British Virgin Islands    |
| Get Billion Investment Limited                   | Hong Kong                 |
| Kingdom Wealthy Limited                          | Hong Kong                 |
| New Spring Offset Printing (Shenzhen) Limited    | Peoples Republic of China |
| New Spring (SW) Printing & Packaging Limited     | Hong Kong                 |
| Sky Will Printing & Packaging Limited            | Hong Kong                 |

### Attachment B - Up-stream Entities

#### Part 1

The following entity has a relevant interest in MJP under section 608(3)(a) of Corporations Act by having voting power above 20% in KCS

| Company Name  | Country                |
|---|------------------------|
| New Horizon Wireless Technology Limited (New Horizon) | British Virgin Islands |

#### Part 2

The following entities have a relevant interest in MJP under section 608(3)(b) of Corporations Act by having control of New Horizon

| Company Name   | Country                   |
|--|---------------------------|
| Wireless Connection Innovative Technology Limited                | British Virgin Islands    |
| Kuang-Chi Innovative Technology Limited                          | Peoples Republic of China |
| Shenzhen Dapeng Kuang-Chi Technology Limited                     | Peoples Republic of China |
| Shenzhen Dapeng Kuang-Chi Lianzhong Technology Limited Liability | Peoples Republic of China |