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**PERFECTECH INTERNATIONAL HOLDINGS LIMITED**

**威發國際集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 00765)

**ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE  
TAKEOVERS CODE  
LAPSE OF THE EXCLUSIVITY AGREEMENT AND  
RESUMPTION OF TRADING**

This announcement is made by Perfectech International Holdings Limited (the “Company”) pursuant to Rule 3.7 of the Takeovers Code, Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the SFO. Reference is made to the announcement of the Company dated 1 June 2016 (the “Announcement”) and the announcement of the Company dated 29 August 2016. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless defined otherwise.

**LAPSE OF THE EXCLUSIVITY AGREEMENT**

Pursuant to the Exclusivity Agreement, the Expiry Date of the Exclusivity Agreement shall be 24 September 2016 (or such other date as the parties to the Exclusivity Agreement may mutually agree in writing).

The Company has been informed by the Controlling Shareholders that none of the Possible Undertakings have been executed and delivered by the Controlling Shareholders on or before the Expiry Date. Since no written agreement has been entered into on or before the Expiry Date between the Controlling Shareholders and the Possible Offerors regarding the extension of the Exclusivity Agreement, the Exclusivity Agreement has lapsed.

\* *for identification purpose only*

## **INTENTION OF THE CONTROLLING SHAREHOLDERS**

The Company was further informed by the Controlling Shareholders that the Controlling Shareholders will continue discussions with the Possible Offerors regarding the Possible Voluntary Offers on a non-exclusive basis up to 3 October 2016.

A decision in respect of the Possible Voluntary Offers and the Possible Undertakings will be made on or before 3 October 2016. An announcement of: (i) a firm intention to make an offer under Rule 3.5 of the Takeovers Code (i.e. a full announcement pursuant to Rule 3.5); or (ii) not to proceed with the Possible Voluntary Offers will be made accordingly in compliance with the Takeovers Code.

## **DEALING DISCLOSURE**

The associates of the Company are hereby reminded to disclose their dealings in the securities of the Company under Rule 22 of the Takeovers Code.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

*“Responsibilities of stockbrokers, banks and other intermediaries Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

## **RESUMPTION OF TRADING OF SHARES**

At the request of the Company, trading in the Shares on the Stock Exchange was halted with effect from 9:00 a.m. on 26 September 2016 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading of the Shares on the Stock Exchange with effect from 9:00 a.m. on 27 September 2016.

**Shareholders and potential investors should be aware that the Possible Offerors are not obliged in any way to make the Possible Voluntary Offers and if the Possible Offerors do proceed with the Possible Voluntary Offers, the making of the Possible Voluntary Offers will be subject to the satisfaction or waiver (as the case may be) of a number of conditions and the Possible Voluntary Offers may or may not proceed. Shareholders and potential investors are therefore advised to exercise caution when dealing in the Shares.**

By order of the Board  
**Perfectech International Holdings Limited**  
**Poon Siu Chung**  
*Chairman & Managing Director*

Hong Kong, 26 September 2016

*As at the date of this announcement, the Board is composed of Mr. Poon Siu Chung, Dr. Poon Wai Tsun, William and Mr. Poon Wai Yip, Albert as executive directors, Mr. Lam Yat Cheong, Mr. Yip Chi Hung and Mr. Choy Wing Keung, David as independent non-executive directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*