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## POWERWELL PACIFIC HOLDINGS LIMITED

宏峰太平洋集團有限公司

*(incorporated in Bermuda with limited liability)*

**(Stock code: 8265)**

### **ANNOUNCEMENT UPDATE ON THE PROPOSAL PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made pursuant to Rule 3.7 of The Code on Takeovers and Mergers (the “**Takeovers Code**”).

References are made to the announcements of Powerwell Pacific Holdings Limited (the “Company”) dated 20 June 2013, 2 July 2013, 22 July 2013, 20 August 2013, 23 September 2013 and 21 October 2013 (the “**Announcements**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Company wishes to continue to update the shareholders of the Company that, after making an enquiry with the Controlling Shareholder, Data Champion Limited (which is beneficially owned by Mr. Liu Tin Chak, Arnold (47.6%), Mr. Lam Chi Wai, Peter (23.8%) and Mr. Wong Yu Man, Elias (23.8%), being all executive Directors of the Company), as at the date of this announcement, the Potential Investor are continuing the discussions and negotiations with the Controlling Shareholders on the terms of the Proposal. The discussions have advanced and the parties are in the process of finalising the legal documents in connection with the Proposal. However, no formal or legally binding agreement has been entered into between the Controlling Shareholder and the Potential investor in respect of the Proposal as at the date of this announcement.

Further announcement(s), including monthly announcement(s) setting out the progress of the discussions, will be made as and when necessary in accordance with the GEM Listing Rules and the Takeovers Code.

**There is no assurance that any discussion mentioned in this announcement will either materialise or eventually be consummated, and the discussion may or may not lead to the making of an offer for the Shares. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Powerwell Pacific Holdings Limited**  
**Liu Tin Chak, Arnold**  
*Chairman and Executive Director*

Hong Kong, 20 November 2013

*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 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.*

*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.*

*As at the date of this announcement, the executive Directors are Liu Tin Chak, Arnold, Lam Chi Wai, Peter, Wong Yu Man, Elias and Yang Yijun and the independent non-executive Directors are Cheung Chi Man, Dennis, Lui Tai Lok and Yip Kwok Kwan.*

*This announcement will remain on the website of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its posting. This announcement will also be published and remains on the website of the Company at [www.hklistco.com/8265](http://www.hklistco.com/8265).*