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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)**

### **DESPATCH OF CIRCULAR, PROPOSED DECLARATION OF SPECIAL DIVIDEND, CLOSURE OF REGISTER OF MEMBERS AND DELAY IN DESPATCH OF OFFER DOCUMENT**

Reference is made to the joint announcement of Powerwell Pacific Holdings Limited (the “**Company**”) and King Full Inc Limited dated 10 July 2014 (the “**Joint Announcement**”) in respect of, among other things, the Share Purchase, the Disposal Proposal and the Offer. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

#### **DESPATCH OF CIRCULAR**

The Directors are pleased to announce that the circular containing, among other things, (i) details of the Disposal Proposal; (ii) the letter of recommendation of the Independent Board Committee, (iii) a letter of advice from Ample Capital; and (iv) a notice convening the SGM, has been despatched to the Shareholders on Thursday, 31 July 2014.

#### **PROPOSED DISTRIBUTION**

Conditional on the Disposal Completion, the Directors propose to pay a special dividend of HK\$0.24 per Share (the “**Distribution**”) for the year ending 31 December 2014 to Shareholders whose names appear on the register of members of the Company at the close of business on 25 August 2014.

#### **CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed from 22 August 2014 to 25 August 2014, both dates inclusive. To qualify for the Distribution, all transfers of Shares accompanied by the relevant Share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on 21 August 2014. Dealings in the Shares on an ex-entitlement basis shall commence on Wednesday, 20 August 2014.

## **DELAY IN DESPATCH OF OFFER DOCUMENT**

The Company has been informed by the Offeror that the Executive has granted his consent to the Offeror pursuant to Rule 8.2 of the Takeovers Code to extend the deadline for the despatch of the offer document to within seven days from the Share Purchase Completion or 7 October 2014, whichever is earlier.

Further announcement will be made when the offer document is despatched.

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

Hong Kong, 31 July 2014

*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, 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.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website 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).*