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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)

DISPOSAL OF SHARES BY CONTROLLING SHAREHOLDER AND RESTORATION OF PUBLIC FLOAT

Reference is made to the composite document (“**Composite Document**”) and the close of offer announcement (“**Close Offer Announcement**”) jointly issued by King Full Inc Limited (the “**Offeror**”) and Powerwell Pacific Holdings Limited (the “**Company**”) dated 1 September 2014 and 22 September 2014 respectively. Terms used herein shall have the same meanings as those defined in the Composite Document unless otherwise specified herein.

On 19 November 2014, the Company has been informed by the Offeror, being the controlling Shareholder, that it has disposed of an aggregate of 580,000 Shares (“**Disposed Shares**”) on the open market (the “**Disposal**”) for the purpose of restoring the public float of the Company in compliance with Rule 11.23(7) of the GEM Listing Rules. Accordingly, the Offeror and the persons acting in concert with it are interested in 112,492,000 Shares, representing approximately 74.99% of the entire issued share capital of the Company as at the date of this announcement. Immediately following the Disposal, a total of 37,508,000 Shares, representing approximately 25.01% of the entire issued share capital of the Company are held by the public. As such, subject to the settlement of the Disposed Shares, the public float of the Company will be restored in compliance with Rule 11.23(7) of the GEM Listing Rules.

By order of the Board
Powerwell Pacific Holdings Limited
Fei Jie
Chairman and Executive Director

Hong Kong, 19 November 2014

As at the date of this announcement, the executive Directors are Mr. Fei Jie and Mr. Fung Chi Kin and the independent non-executive Directors are Mr. Cheung Siu Wah, Mr. Jim Yiu Ming and Mr. Sit Sai Hung, Billy.

This announcement will remain on the website of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited at 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.