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## **PERCEPTION DIGITAL HOLDINGS LIMITED**

**幻音數碼控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1822)**

### **THE PROPOSED OPEN OFFER AND CHANGE OF BOARD LOT SIZE**

### **DESPATCH OF PROSPECTUS DOCUMENTS**

Reference is made to the announcements of Perception Digital Holdings Limited (the “Company”) dated 30 January 2013, 14 February 2013 and 25 February 2013 and the prospectus of the Company dated 27 February 2013 (the “Prospectus”) in respect of, among other things, the proposed Open Offer and change of the board lot size. Capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus, unless the context herein requires otherwise.

The Board is pleased to announce that the Prospectus Documents have been despatched to the Qualifying Shareholders on 27 February 2013. The Company will proceed with the Open Offer in accordance with the expected timetable as set out in the Prospectus.

**The Open Offer is subject to the satisfaction of certain conditions pursuant to the Underwriting Agreement. In particular, it is subject to the Underwriters not exercising the right to terminate the Underwriting Agreement by 4:00 p.m. on the second Business Day following the Final Acceptance Date. Accordingly, any person who deals in the Shares and/or accepts the Offer Shares before then bears the risk that the Open Offer may or may not become unconditional and may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and if they are in any doubt about their position, they should consult their professional advisers.**

By order of the Board  
**Perception Digital Holdings Limited**  
**Dr. Jack Lau**  
*Chairman and Executive Director*

Hong Kong, 27 February 2013

*As at the date of this announcement, the executive Director is Dr. Jack Lau; the non-executive Directors are Prof. Cheng Shu Kwan, Roger and Prof. Tsu Chi Ying; and the independent non-executive Directors are Dr. Lam Lee Kiu Yue, Alice Piera, Prof. Chin Tai Hong, Roland, Mr. Shu Wa Tung, Laurence, Mr. Ng Wai Hung and Mr. William Keith Jacobsen.*