

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2013

The Board is pleased to announce that all the resolutions as set out in the notice of AGM dated 30 April 2013 were duly passed by way of poll at the AGM held on 31 May 2013.

Reference is made to the circular of Perception Digital Holdings Limited (the “**Company**”) dated 30 April 2013 (the “**Circular**”) in relation to, among other things, the annual general meeting of the Company (the “**AGM**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise stated.

RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 31 May 2013, all the resolutions as set out in the notice of AGM dated 30 April 2013 were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total issued share capital of the Company comprised 933,750,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. There were no restrictions on any Shareholders to cast votes on any proposed resolution at the AGM. No Shareholder was entitled to attend but was required to vote only against any resolution at the AGM.

The poll results of the resolutions are as follows:

Ordinary Resolutions		Number of votes cast (Approximate percentage of votes cast)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of directors and auditors of the Company and its subsidiaries for the year ended 31 December 2012.	271,339,519 Shares (100.00%)	0 Shares (0.00%)
2(a)	To re-elect Prof. Cheng, Roger Shu Kwan as non-executive Director.	271,339,519 Shares (100.00%)	0 Shares (0.00%)
2(b)	To re-elect Prof. Tsui, Chi Ying as non-executive Director.	271,339,519 Shares (100.00%)	0 Shares (0.00%)
2(c)	To re-elect Prof. Chin, Tai Hong Roland as independent non-executive Director.	N/A	N/A
2(d)	To authorise the Board to fix the Directors' remuneration.	271,339,519 Shares (100.00%)	0 Shares (0.00%)
3.	To re-appoint Ernst & Young as auditors of the Company and to authorise the Board to fix their remuneration.	271,339,519 Shares (100.00%)	0 Shares (0.00%)
4.	To grant a general mandate to the Directors to allot, issue or otherwise deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	269,976,555 Shares (100.00%)	0 Shares (0.00%)
5.	To grant a general mandate to the Directors to repurchase the Company's shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	269,976,555 Shares (100.00%)	0 Shares (0.00%)
6.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased.	269,976,555 Shares (100.00%)	0 Shares (0.00%)

As more than 50% votes were cast in favor of each of the above resolutions, all the resolutions were duly passed at the AGM.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

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

Hong Kong, 31 May 2013

As at the date of this announcement, the executive Directors are Dr. Lau, Jack,, Mr. Mung, Wai Ming and Ms. Liu, Yee Nee; the non-executive Directors are Prof. Cheng, Roger Shu Kwan and Prof. Tsui, Chi Ying; and the independent non-executive Directors are Mr. Ng Wai Hung, Mr. William Keith Jacobsen and Ms. Zhou Jin.