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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 MAY 2014

The Board is pleased to announce that all the resolutions as set out in the notice of AGM dated 25 April 2014 were duly passed by way of poll at the AGM held on 29 May 2014.

Reference is made to the circular of Perception Digital Holdings Limited (the “**Company**”) dated 25 April 2014 (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 29 May 2014, all the resolutions as set out in the notice of AGM dated 25 April 2014 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 2,465,100,000 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 2013.	1,172,502,081 Shares (100.00%)	0 Shares (0.00%)
2(a)	To re-elect Mr. Mung Wai Ming as executive Director and Chairman.	1,172,502,081 Shares (100.00%)	0 Shares (0.00%)
2(b)	To re-elect Mr. Ng Wai Hung as independent non-executive Director.	1,172,502,081 Shares (100.00%)	0 Shares (0.00%)
2(c)	To re-elect Mr. William Keith Jacobsen as independent non-executive Director.	1,172,502,081 Shares (100.00%)	0 Shares (0.00%)
2(d)	To authorise the Board to fix the Directors' remuneration.	1,172,502,081 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.	1,172,502,081 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.	1,170,924,581 Shares (99.87%)	1,577,500 Shares (0.13%)
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.	1,172,502,081 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.	1,172,502,081 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
Mr. Mung Wai Ming
Chairman

Hong Kong, 29 May 2014

As at the date of this announcement, the executive Directors are Mr. Mung Wai Ming, Ms. Liu Yee Nee and Mr. Lee Rabi; and the independent non-executive Directors are Ms. Zhou Jing, Mr. Ng Wai Hung and Mr. William Keith Jacobsen.