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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)**

## **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT OF THE COMPANY FOR THE YEAR ENDED 31 DECEMBER 2013**

Reference is made to the annual report (the “**Annual Report**”) of Perception Digital Holdings Limited (the “**Company**”) for the year ended 31 December 2013 published on the websites of The Stock Exchange Hong Kong Limited (the “**Stock Exchange**”) and the Company on 24 April 2014. Unless otherwise defined, capitalised terms used in this announcement have the same meanings as defined in the Annual Report.

In addition to the information provided in the Annual Report, the Company would like to further inform the Shareholders and potential investors of the Company the following information:

### **1. Fund raising activities – Open Offer**

As further detailed in an announcement of the Company dated 30 January 2013 and the prospectus of the Company dated 27 February 2013, the Board proposed to raise not less than approximately HK\$40.03 million but not more than approximately HK\$41.36 million, before expenses, by issuing not less than 311,250,000 Shares but not more than 321,625,000 Shares at a subscription price of HK\$0.1286 per offer share, on the basis of one offer share for every two existing Shares (the “**Open Offer**”). The Directors consider that the Open Offer will enlarge the capital base and strengthening the financial position of the Group. The closing price of the Share was HK\$0.205 per Share on 30 January 2013. The net proceeds were intended to be used as to 50% for general working capital of the Group; 20% for reduction of the Group’s indebtedness; and 30% for future funding requirement for research and development projects for electronic products.

As further detailed in the announcement of the Company dated 19 March 2013, the Open Offer became unconditional and a total of 311,250,000 Shares were issued under the Open Offer. The net proceeds raised from the Open Offer amounted to approximately HK\$38.1 million, representing a net price of approximately HK\$0.1224 per offer share. Up to 31 December 2013, 50% of the net proceeds had been used for the general working capital of the Group; 20% had been used for reduction of the Group’s indebtedness; and 20% had been used for future funding requirement for research and development projects for electronic products and the remaining 10% had been placed in bank deposits to be for its intended use.

## 2. Fund raising activities – Placing

As further detailed in the announcement of the Company dated 22 August 2013 and an announcement for amendment of the Company dated 23 August 2013, the Company entered into a placing agreement with a placing agent, pursuant to which, the placing agent had conditionally agreed with the Company to endeavor on a best effort basis to place up to 186,750,000 placing shares of the Company at a placing price of HK\$0.176 per share (the “**Placing**”). The Directors consider that the Placing will enlarge the capital base and strengthen the financial position of the Group. The closing price of the Share was HK\$0.204 per Share on 22 August 2013. The net proceeds from the Placing were intended to be used as to 50% for general working capital of the Group; and 50% for reduction of the Group’s indebtedness.

On 2 September 2013, the Company announced that the conditions of the Placing had been fulfilled and the completion of the Placing took place on the same date. An aggregate of 186,750,000 placing shares had been successfully placed to not fewer than six places and to the best of the Directors’ knowledge, information and belief, and having made all enquires, the places, and their ultimate beneficial owners (if applicable) are independent third parties. The net proceeds raised from the Placing amounted to approximately HK\$31.7 million, representing a net price of HK\$0.170 per placing share. Up to 31 December 2013, 30% of the net proceeds had been used for general working capital of the Group; 50% had been used for reduction of the Group’s indebtedness; and the remaining 20% had been placed in bank deposits to be for its intended use.

The above additional information does not affect other information contained in the Annual Report and, save as disclosed in this announcement, the remaining contents of the Annual Report remain unchanged.

By order of the Board  
**Perception Digital Holdings Limited**  
**Mung Wai Ming**  
*Chairman*

Hong Kong, 13 August 2014

*As at the date of this announcement, the Board comprises (i) seven executive Directors, namely Mr. Mung Wai Ming, Ms. Liu Yee Nee, Mr. Lee Rabi, Ms. Deng Shufen, Mr. Dai Yumin, Ms. Liu Jianguan and Mr. Gui Bin; (ii) one non-executive Director, namely, Mr. Wang Yongbin; and (iii) six independent non-executive Directors, namely Mr. Ng Wai Hung, Mr. William Keith Jacobsen, Ms. Zhou Jing, Mr. Fang Jun, Mr. Zhao Xianming and Mr. Wong Yiu Kit, Ernest.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, 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.*