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Nat-Ace Pharmaceutical Ltd.

邦強醫藥有限公司*

*(Incorporated in the British Virgin Islands
with limited liability)*

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)

JOINT ANNOUNCEMENT

CLOSE OF THE UNCONDITIONAL MANDATORY CASH OFFER BY CCB INTERNATIONAL CAPITAL LIMITED FOR AND ON BEHALF OF NAT-ACE PHARMACEUTICAL LTD. TO ACQUIRE ALL THE ISSUED SHARES IN, AND CANCEL ALL OUTSTANDING OPTIONS OF, PERCEPTION DIGITAL HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED BY OR AGREED TO BE ACQUIRED BY NAT-ACE PHARMACEUTICAL LTD. AND PARTIES ACTING IN CONCERT WITH IT)

CLOSE OF THE OFFERS AND LEVEL OF ACCEPTANCES

The Offers closed on Friday, 29 August 2014 and the Offeror did not revise or extend the Offers.

As at 4:00 p.m. on Friday, 29 August 2014, being the last time for acceptance of the Offers, the Offeror had received valid acceptances in respect of a total of 634,760,768 Shares under the Share Offer, representing approximately 20.60% of the entire issued share capital of the Company (assuming the Options are not exercised) on the same date, and no acceptance in respect of the Options under the Option Offer had been received by the Offeror.

Taking into account the above valid acceptances received under the Share Offer and assuming the Options are not exercised, the Offeror and parties acting in concert with it are interested in an aggregate of 2,261,473,889 Shares, representing approximately 73.39% of the entire issued share capital of the Company and of the voting rights which may be exercised at general meetings of the Company as at the date of this announcement.

* For identification purpose only

SHAREHOLDING AND PUBLIC FLOAT OF THE COMPANY

Upon closing of the Offers and assuming the Options are not exercised, 819,901,111 Shares, representing approximately 26.61% of the entire issued share capital of the Company, are held by the public who are not core connected persons (as defined in the Listing Rules) of the Company. Accordingly, the Company is in compliance with the public float requirement under Rule 8.08(1)(a) of the Listing Rules.

References are made to (i) the joint announcement issued by the Company and Nat-Ace Pharmaceutical Ltd. (the “**Offeror**”) on 8 May 2014; (ii) the joint announcement issued by the Company and the Offeror on 9 July 2014; (iii) the offer document (the “**Offer Document**”) dated 16 July 2014 issued by the Offeror; (iv) the joint announcement issued by the Company and the Offeror on 30 July 2014; (v) the response document (the “**Response Document**”) dated 15 August 2014 issued by the Company; and (vi) the announcement dated 15 August 2014 issued by the Offeror, all in relation to, among others, the unconditional mandatory cash offer by CCB International Capital Limited for and on behalf of the Offeror to acquire all the issued shares in, and cancel all outstanding options of, the Company (other than those already owned by or agreed to be acquired by the Offeror and parties acting in concert with it). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Offer Document and the Response Document.

CLOSE OF THE OFFERS

The Offers closed on Friday, 29 August 2014 and the Offeror did not revise or extend the Offers. The Offers are unconditional at the outset.

As at 4:00 p.m. on Friday, 29 August 2014, being the last time for acceptance of the Offers, the Offeror had received valid acceptances in respect of a total of 634,760,768 Shares under the Share Offer, representing approximately 20.60% of the entire issued share capital of the Company (assuming the Options are not exercised) on the same date, and no acceptance in respect of the Options under the Option Offer had been received by the Offeror.

Taking into account the above valid acceptances received under the Share Offer and assuming the Options are not exercised, the Offeror and parties acting in concert with it are interested in an aggregate of 2,261,473,889 Shares, representing approximately 73.39% of the entire issued share capital of the Company and of the voting rights which may be exercised at general meetings of the Company as at the date of this announcement.

Remittances in respect of the consideration payable for the Shares under the Share Offer will be posted by ordinary post to the Shareholders accepting the Share Offer at their own risk as soon as possible, but in any event within 7 business days following the date of receipt by the Registrar of all relevant documents necessary to render the acceptance under the Share Offer complete and valid.

SHAREHOLDING AND PUBLIC FLOAT OF THE COMPANY

Immediately prior to 8 May 2014, being the commencement date of the Offer Period, the Offeror and parties acting in concert with it did not hold, control or direct any Shares or right over Shares. Immediately prior to the commencement of the Offers, the Offeror and parties acting in concert with it held, controlled or directed 1,626,713,121 Shares, representing approximately 52.79% of the then entire issued share capital of the Company, and did not hold, control or direct any right over Shares. Taking into account the valid acceptances in respect of 634,760,768 Shares received under the Share Offer and assuming the Options are not exercised, the Offeror and parties acting in concert with it are interested in an aggregate of 2,261,473,889 Shares, representing approximately 73.39% of the issued share capital of the Company as at the date of this announcement.

Upon closing of the Offers and assuming the Options are not exercised, 819,901,111 Shares, representing approximately 26.61% of the entire issued share capital of the Company, are held by the public who are not core connected persons (as defined in the Listing Rules) of the Company. Accordingly, the Company is in compliance with the public float requirement under Rule 8.08(1)(a) of the Listing Rules.

Save as mentioned above and for the Shares acquired pursuant to the Sale and Purchase Agreement and the Subscription Agreement, the Offeror and parties acting in concert with it have not acquired or agreed to acquire any interest in the Shares and rights over Shares during the Offer Period and up to and including the date of this announcement. Neither the Offeror nor any person acting in concert with it has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period and up to and including the date of this announcement.

By Order of the Board of Directors of
Nat-Ace Pharmaceutical Ltd.
邦強醫藥有限公司*
Deng Shufen
Sole Director

By Order of the Board of Directors of
Perception Digital Holdings Limited
幻音數碼控股有限公司
Deng Shufen
Director

Hong Kong, 29 August 2014

As at the date of this joint announcement (taking into account the resignation of Directors), the Board comprises (i) four executive Directors, namely Ms. Deng Shufen, Mr. Dai Yumin, Ms. Liu Jiangyuan and Mr. Gui Bin; (ii) one non-executive Director, namely, Mr. Wang Yongbin; and (iii) three independent non-executive Directors, namely Mr. Fang Jun, Mr. Zhao Xianming and Mr. Wong Yiu Kit, Ernest. The members of the Board jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the Offeror) and confirm, having made all reasonable enquiries, that to the best of their knowledge, the opinions expressed in this joint announcement (other than those expressed by the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Ms. Deng Shufen. The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the Company) and confirms, having made all reasonable enquiries, that to the best of her knowledge, the opinions expressed in this joint announcement (other than those expressed by the Company) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

This joint announcement will remain on the “Latest Company Announcements” page of the Stock Exchange’s website for at least seven days from the day of its posting and on the website of the Company at www.perceptiondigital.com.

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