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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)

DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement (the “**Announcement**”) of Perception Digital Holdings Limited (the “**Company**”) dated 26 March 2015, in relation to the placing of new shares of the Company with grant of options to the Placee which constitutes a connected transaction for the Company. Unless otherwise expressly indicated, capitalised terms used herein shall have the same meaning as those defined in the Announcement.

As stated in the Announcement, a circular (the “**Circular**”) containing, amongst other things, (i) further details of the Placing; (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders in relation to the Connected Placing; (iii) a letter of advice from an independent financial adviser to the Independent Board Committee and the Independent Shareholders in relation to the Connected Placing; and (iv) a notice of EGM, was expected to be despatched to the Shareholders on or before 15 April 2015 in accordance with Rule 14A.68(11) of the Listing Rules.

Pursuant to Rule 14A.47 of the Listing Rules, as additional time is required for the Company to finalise the contents of the Circular, it is expected that the despatch of the Circular will be postponed to a date falling on or before 5 May 2015.

By Order of the Board
Perception Digital Holdings Limited
Deng Shufen
Chairman and Executive Director

Hong Kong, 14 April 2015

As at the date of this announcement, the board of directors of the Company comprise four executive directors, namely Ms Deng Shufen (Chairman), Mr Dai Yumin, Ms Liu Jianguan and Mr Gui Bin, one non-executive director, namely Mr Wang Yongbin and three independent non-executive directors, namely Mr Fang Jun, Mr Zhao Xianming and Mr Wong Yiu Kit, Ernest.