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## POWER PORT HOLDINGS LIMITED

(Incorporated in the BVI with limited liability)



## JOINT ANNOUNCEMENT DELAY IN DESPATCH OF CIRCULAR AND GRANT OF WAIVER FOR DELAY IN DESPATCH OF COMPOSITE DOCUMENT

Reference is made to the joint announcement of Telefield International (Holdings) Limited (the "**Company**") and Power Port Holdings Limited (the "**Offeror**") dated 11 August 2015 ("**Joint Announcement**") in relation to, among other things, the Disposal, the Master Sale Agreement, the Share Sale Agreement and the Offer. Capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement unless otherwise specified.

## **DELAY IN DESPATCH OF CIRCULAR**

As stated in the Joint Announcement, a circular containing, among other things, (i) details of the Disposal, the Master Sale Agreement and transactions contemplated thereunder; (ii) the letter of recommendation from the Independent Board Committee in respect of the Disposal, the Master Sale Agreement and transactions contemplated thereunder; (iii) the letter of advice from Messis Capital, the independent financial adviser in respect of the Disposal, the Master Sale Agreement and transactions contemplated thereunder; (iv) a notice convening the EGM (the "**Circular**") will be despatched to the Shareholders on or before 1 September 2015.

As additional time is required to finalise certain information in the Circular of the Company, it is expected that the despatch of the Circular will be postponed to a date on or before 9 September 2015.

## DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT

Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document is required to be despatched to the Shareholders within 21 days from the date of the Joint Announcement, i.e. on or before 1 September 2015, unless consent is sought from the Executive to extend the deadline for the despatch of the Composite Document.

It was stated in the Joint Announcement that an application would be made for the Executive's consent under note 2 to Rule 8.2 of the Takeovers Code to extend the deadline for despatch of the Composite Document to a date falling within 7 days of the Disposal Completion and the Share Sale Completion. Accordingly, an application has been made to the Executive and the Executive has consented to extend the latest time for the despatch of the Composite Document to a date falling within 7 days of the Disposal Completion, or 9 November 2015, whichever is earlier.

Further announcement will be jointly made by the Company and the Offeror when the Composite Document is despatched.

By order of the board of directors **POWER PORT HOLDINGS LIMITED** 

> Yang Zhihui Director

By order of the Board TELEFIELD INTERNATIONAL (HOLDINGS) LIMITED Cheng Han Ngok Steve Chairman

Hong Kong, 1 September 2015

As at the date of this joint announcement, Mr. Yang Zhihui is the sole director of the Offeror.

As at the date of this joint announcement, the executive directors are Cheng Han Ngok Steve, Poon Ka Lee Barry, Ng Kim Yuen, Fok Pui Yin and Lee Kai Bon, and the independent non-executive directors are Au-Yang Cheong Yan Peter, Kwan Pun Fong Vincent and Xue Quan.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Group) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement misleading.

All the Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and parties acting in concert with it), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and parties acting in concert with it) 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.