

*Unless otherwise defined in this announcement, terms defined in the prospectus dated 4 December 2009 (the “**Prospectus**”) issued by Perception Digital Holdings Limited (the “**Company**”) have the same meanings when used in this announcement.*

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*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares. Potential investors should read the Prospectus for detailed information about the Share Offer described below before deciding whether or not to invest in the Shares thereby being offered.*

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*The obligations of the Underwriters under the Underwriting Agreement to subscribe or purchase, and to procure applicants for the subscription or purchase of, the Public Offer Shares, are subject to termination by the Lead Manager (for itself and on behalf of the Underwriters) if certain grounds arise prior to 8:00 a.m. on the day that trading in the Offer Shares commences on the GEM, which is expected to be on Wednesday, 16 December 2009. Such grounds are set out under the paragraph headed “Grounds for termination” in the section headed “Underwriting” in the Prospectus. It is important that you refer to that section for further details.*

*Through the exercise of the Over-allotment Option granted by the Company, and exercisable by the Lead Manager (for itself and on behalf of the Placing Underwriters) to, among other things, cover over-allocations in the Placing by requiring the Company to issue up to 22,500,000 additional Shares, the number of Shares being offered in the Placing may be increased by up to and not more than an aggregate of 22,500,000 additional Shares, representing 15% of the number of the Offer Shares initially available under the Share Offer. Such option is exercisable at any time from the Listing Date up to (and including) the 30th day after the last day for lodging applications under the Public Offer, which is expected to be on Friday, 8 January 2010, subject to the terms of the Underwriting Agreement. In the event that the Over-allotment Option is exercised, an announcement will be made.*

*Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date up to (and including) the 30th day after the last day for lodging applications under the Public Offer, which is expected to be on Friday, 8 January 2010, subject to the terms of the Underwriting Agreement. After this date, when no further stabilizing action may be taken, demand for the Shares and therefore its market price, could fall.*

**PERCEPTION DIGITAL HOLDINGS LIMITED**  
**幻音數碼控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**LISTING ON THE GROWTH ENTERPRISE MARKET  
OF THE STOCK EXCHANGE OF HONG KONG LIMITED  
BY WAY OF PLACING AND PUBLIC OFFER**

<b>Number of Offer Shares</b>	<b>: 150,000,000 Shares (subject to the Over-allotment Option)</b>
<b>Number of Placing Shares</b>	<b>: 75,000,000 Shares (as adjusted after re-allocation and subject to the Over-allotment Option)</b>
<b>Number of Public Offer Shares</b>	<b>: 75,000,000 Shares (as adjusted after re-allocation)</b>
<b>Offer Price</b>	<b>: HK\$0.72 per Offer Share, plus brokerage fee of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%</b>
<b>Nominal value</b>	<b>: HK\$0.10 per Share</b>
<b>Stock code</b>	<b>: 08248</b>

**Sponsor**



**Bookrunner and Lead Manager**



**Co-Lead Managers**

**TSC Capital Limited**

**OSK Securities Hong Kong Limited**

**Co-Managers**

**Newpont Securities Limited**

**Po Kay Securities & Shares Co., Ltd.**

**YF Securities Company Limited**

**Goldin Equities Limited**

**Convoy Investment Services Limited**