

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Peace Mark (Holdings) Limited

(Incorporated in Bermuda with limited liability)

ANNOUNCEMENT

PROPOSED RIGHTS ISSUE ON THE BASIS OF TWO RIGHTS SHARES FOR EVERY ONE EXISTING SHARE HELD AND RESULTS OF THE SGM

The Directors are pleased to announce that all resolutions in relation to the Rights Issue, the Underwriting Agreement and the Whitewash Waiver have been approved by the Independent Shareholders at the SGM held on 1st August, 2002. Details of the Rights Issue and the Whitewash Waiver are contained in the circular of the Company dated 16th July, 2002. The Whitewash Waiver was granted by the Executive on 18th July, 2002.

BACKGROUND

References are made to the announcement of the Company dated 6th June, 2002 (the “Announcement”) and the circular of the Company dated 16th July, 2002 (the “Circular”). Terms used herein shall have the same meanings as defined in the Announcement and the Circular unless the context requires otherwise.

RESULTS OF THE SGM

The Directors are pleased to announce that the Rights Issue, the Underwriting Agreement and the Whitewash Waiver have been approved by the Independent Shareholders at the SGM. At the SGM, the resolutions in respect of the Rights Issue, the Underwriting Agreement and the Whitewash Waiver were taken by way of a poll and 13 Independent Shareholders holding, in aggregate, 20,186,453 Shares, representing approximately 99.6% in value of the total of 20,263,647 Shares held by 14 Independent Shareholders present and either in person or by proxy, voted in favour of these ordinary resolutions. An Independent Shareholder, holding an aggregate of 77,194 Shares, representing approximately 0.4% in value of the total of 20,263,647 Shares held by 14 Independent Shareholders present and either in person or by proxy, voted against the ordinary resolutions aforesaid.

By Order of the Board
Chau Cham Wong, Patrick
Chairman

Hong Kong, 1st August, 2002

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, their opinions expressed in this announcement have been arrived at after due and careful consideration, and that there are no other facts not contained in this announcement the omission of which would make any of their statements in this announcement misleading.

Please also refer to the published version of this announcement in The Standard and Hong Kong Economic Journal.