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PROSTEN TECHNOLOGY HOLDINGS LIMITED

長達科技控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8026)

CLARIFICATION ANNOUNCEMENT

References are made to the announcement of Prosten Technology Holdings Limited (the “**Company**”) dated 12 June 2015 in relation to the profit warning and inside information in respect of the year ended 31 March 2015 (the “**Profit Warning Announcement**”) and the joint announcement dated 29 April 2015 (the “**Offer Announcement**”) jointly issued by the Company and Dynamic Peak Limited (the “**Offeror**”) in relation to, among other matters, (i) the purchase of 294,276,619 Shares by the Offeror; and (ii) the conditional mandatory cash offers by One China Securities Limited for and on behalf of the Offeror for all the issued Shares (other than those already owned by the Offeror and parties acting in concert with it), and the cancellation of all outstanding Options. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those used in the Offer Announcement and the Profit Warning Announcement.

The Board would like to clarify that the profit warning as disclosed in the Profit Warning Announcement (the “**Profit Warning**”) is regarded as a profit forecast under Rule 10 of the Takeovers Code and would need to be reported on by the Company's financial adviser and auditors or accountants in accordance with Rule 10 of the Takeovers Code, and their reports must be included in the next document sent to the Shareholders under Rule 10.4 of the Takeovers Code. Since the Profit Warning Announcement is required to be made pursuant to Rule 17.10 of the GEM Listing Rule and the Inside Information Provisions under Part XIVA of the SFO, which require the Company to issue the Profit Warning Announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in the said Rule 10.4 of the Takeovers Code.

WARNING : The Shareholders and potential investors in the Company should note that the Profit Warning does not meet the standard required by Rule 10 of the Takeovers Code. Shareholders and potential investors should exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Offers or any dealings in the securities of the Company. They are also strongly advised to review the Composite Document to be despatched by the Offeror and the Company in full before making any decisions on the Offers or any dealings in the securities of the Company.

Pursuant to Rule 10.4 of the Takeovers Code, the reports from the Company's auditors and financial adviser on the profit warning are required to be included in the next document to be sent to the Shareholders. The annual results announcement of the Company for the year ended 31 March 2015 (the "**Annual Results Announcement**") is expected to be published prior to the despatch of the Composite Document. If this is the case, the requirement of "reporting on" under Rule 10 of the Takeovers Code for the Profit Warning will be superseded by the publication of the Annual Results Announcement, otherwise the Profit Warning will be reported on in accordance with Rule 10 of the Takeovers Code and the relevant reports will be included in the Composite Document to be sent to the Shareholders.

Save for the clarification stated above, all the information in the Profit Warning Announcement remains unchanged.

Shareholders and potential investors of the Company are also advised to exercise caution when dealing in the Shares.

By Order of the Board
PROSTEN TECHNOLOGY HOLDINGS LIMITED
Yip Heon Keung
Chairman

Hong Kong, 15 June 2015

As at the date of this announcement, the Board comprises the following Directors:

Mr. Yip Heon Keung (*Chairman and Executive Director*)
Mr. Yip Heon Ping (*Executive Director*)
Mr. Han Jun (*Executive Director*)
Ms. Li Luyi (*Non-executive Director*)
Mr. Tam Chun Wan (*Independent Non-executive Director*)
Ms. Tse Yuet Ling, Justine (*Independent Non-executive Director*)
Ms. Lai May Lun (*Independent Non-executive Director*)

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, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any of the statements in this announcement misleading.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the day of its posting and on the Company's website at www.prosten.com.

* For identification purpose only