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SYNERTONE

協同通信集團有限公司

Synertone Communication Corporation

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1613)

**ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE AND
APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER
IN RELATION TO THE UNDERWRITING AGREEMENT FOR
THE PROPOSED RIGHTS ISSUE ON THE BASIS OF ONE RIGHTS SHARE
FOR EVERY ONE CONSOLIDATED SHARE HELD ON THE RECORD DATE
AND APPLICATION FOR WHITEWASH WAIVER**

Reference is made to the announcement dated 5 February 2016 (the “**Announcement**”) issued by Synertone Communication Corporation (the “**Company**”) in relation to, among other things, the proposed Rights Issue on the basis of one Rights Share for every one Consolidated Share held on the Record Date, and the application for Whitewash Waiver by the Underwriter. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

The Board wishes to announce that the Independent Board Committee comprising all the independent non-executive Directors namely, Mr. Lam Ying Hung Andy, Mr. Hu Yunlin and Mr. Wang Chen, has been established to provide recommendation to the Independent Shareholders in connection with the Underwriting Agreement, the Rights Issue and the Whitewash Waiver and as to voting on the relevant resolutions at the EGM. Goldin Financial Limited (“**Goldin**”) has been appointed as the independent financial adviser with the approval of the Independent Board Committee to advise the Independent Board Committee and the Independent Shareholders in such regards. Goldin is a licensed corporation to carry out type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The letter of advice from Goldin to the Independent Board Committee and the Independent Shareholders and the letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Underwriting Agreement, the Rights Issue and the Whitewash Waiver will be included in the circular to be despatched by the Company to the Shareholders in accordance with the requirements of the Listing Rules and the Takeovers Code.

By order of the Board
Synertone Communication Corporation
Wong Chit On
Chairman and Executive Director

Hong Kong, 22 February 2016

As at the date of this announcement, the executive Directors are Mr. Wong Chit On and Mr. Han Weining; and the independent non-executive Directors are Mr. Lam Ying Hung Andy, Mr. Hu Yunlin and Mr. Wang Chen.

All 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 such statement contained in this announcement misleading.