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協同通信集團有限公司  
**Synertone Communication Corporation**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1613)**

## **CLARIFICATION ANNOUNCEMENT**

Reference is made to (i) the announcement of Synertone Communication Corporation (the “**Company**”) dated 2 July 2015 (the “**Petition Announcement**”) in relation to the petition filed with the District Court (the “**Petition**”) by the Petitioner for divorce with Mr. Wong (the chairman and an executive director of the Company); and (ii) the announcement of the Company dated 27 November 2015 (the “**Acquisition Announcement**”) in relation to the proposed acquisition of 49% interest in Sense Field. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Petition Announcement and the Acquisition Announcement.

### *The Petition for divorce*

The Company was informed by Mr. Wong that the District Court has granted a decree absolute on 20 November 2015 in respect of the Petition (the “**Decree Absolute**”), and the marriage between Mr. Wong and the Petitioner was dissolved accordingly. Therefore, Mr. Wong shall no longer be deemed or taken to be interested in the Shares beneficially owned by the Petitioner, and vice versa, for the purposes of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

### *The Acquisition*

As disclosed in the Acquisition Announcement, the consideration of HK\$195 million for the Acquisition shall be satisfied by the issue and allotment of 1,323,000,000 Consideration Shares, and the shareholding structure of the Company (the “**Shareholding Structure**”) (i) as at the date of the Acquisition Announcement; and (ii) immediately after the allotment and issue of the Consideration Shares was set out in the Acquisition Announcement.

In light of the Decree Absolute, the Company would like to clarify that the Shareholding Structure in the Acquisition Announcement should be as follows:

	As at the date of this announcement		Immediately after the allotment and issue of the Consideration Shares	
	No. of Shares	Approx %	No. of Shares	Approx %
<b>Non public shareholders</b>				
Mr. Wong Chit On ("Mr. Wong") and Excel Time Investments Limited ("Excel Time") (Notes 1 and 2)	1,230,000,000	17.45	1,230,000,000	14.69
Sub-total:	<u>1,230,000,000</u>	<u>17.45</u>	<u>1,230,000,000</u>	<u>14.69</u>
<b>Public shareholders</b>				
Mr. Cheng Edward	—	—	540,000,000	6.45
Ms. Xiong Sylvia Wei	—	—	648,000,000	7.74
Ms. Hua Shu	—	—	135,000,000	1.62
Other public Shareholders (Note 3)	5,819,000,000	82.55	5,819,000,000	69.50
Sub-total:	<u>5,819,000,000</u>	<u>82.55</u>	<u>7,142,000,000</u>	<u>85.31</u>
Total (Notes 4 & 5):	<u>7,049,000,000</u>	<u>100.00</u>	<u>8,372,000,000</u>	<u>100.00</u>

Notes:

(1) As at the date of this announcement, Excel Time is holding 1,230,000,000 Shares. Mr. Wong, being an executive Director and the beneficial owner of all the issued share capital of Excel Time, is deemed or taken to be interested in all the 1,230,000,000 Shares beneficially owned by Excel Time for the purposes of the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong) (the "SFO").

(2) The District Court of Hong Kong has granted a decree absolute on 20 November 2015 in respect of the petition filed by Ms. Ni Yunzi ("Ms. Ni") for divorce with Mr. Wong, and the marriage between Mr. Wong and Ms. Ni was dissolved accordingly. Therefore, as at the date of this announcement, Mr. Wong is no longer deemed or taken to be interested in the Shares beneficially owned by Ms. Ni, and vice versa, for the purposes of the SFO.

- (3) *The 650,000,000 Shares held by Ms. Ni (representing approximately 9.22% of the issued share capital of the Company) as at the date of this announcement are classified as and included in the Shares held by public Shareholders.*
- (4) *Assuming that there will not be any changes in the share capital of the Company save for the allotment and issue of the Consideration Shares.*
- (5) *Excel Time will remain as the single largest Shareholder of the Company upon allotment and issue of the Consideration Shares on Completion.*

**Shareholders and potential investors of the Company shall exercise caution when dealing in the Shares.**

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

Hong Kong, 4 December 2015

*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.*