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PC PARTNER GROUP LIMITED

栢能集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1263)

COMPLETION

(1) PROPOSED OFF-MARKET SHARE BUY-BACK

AND

(2) CONNECTED TRANSACTION

Reference is made to (1) the announcement dated 23 April 2018 of PC Partner Group Limited (the “**Company**”) and (2) the circular (the “**Circular**”) dated 23 May 2018 of the Company, in relation to, among others, the Share Buy-back Agreement and the Share Buy-back. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular, unless the context otherwise requires.

The Board is pleased to announce that all conditions under the Share Buy-back Agreement have been fulfilled and Completion took place on 4 July 2018. The Buy-back Shares will be cancelled by the Company as soon as practicable after Completion.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company (i) immediately before Completion and cancellation of the Buy-back Shares; and (ii) immediately after Completion and cancellation of the Buy-back Shares:

Shareholder	Immediately before		Immediately after	
	Completion and cancellation of the Buy-back Shares		Completion and cancellation of the Buy-back Shares	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Perfect Choice (<i>Note 1</i>)	74,700,000	16.74	54,850,000	14.76
Classic Venture (<i>Note 1</i>)	54,850,000	12.29	—	—
Mr. Wong Shik Ho Tony (<i>Note 2</i>)	54,405,750	12.20	54,405,750	14.65
Mr. Wong Fong Pak (<i>Note 2</i>)	28,265,750	6.33	28,265,750	7.61
Mr. Leung Wah Kan (<i>Note 2</i>)	23,500,500	5.27	23,500,500	6.33
Mr. Ho Nai Nap (<i>Note 2</i>)	20,784,538	4.66	20,784,538	5.59
Mr. Man Wai Hung (<i>Note 2</i>)	<u>5,577,065</u>	<u>1.25</u>	<u>5,577,065</u>	<u>1.50</u>
Sub-total of the Vendors Concert Group	262,083,603	58.74	187,383,603	50.44
Public Shareholders	<u>184,110,065</u>	<u>41.26</u>	<u>184,110,065</u>	<u>49.56</u>
Total	<u>446,193,668</u>	<u>100.00</u>	<u>371,493,668</u>	<u>100.00</u>

Notes:

1. The entire issued share capital of each of Perfect Choice and Classic Venture is beneficially owned by Mrs. Ho Wong Mary Mee-Tak, who is a non-executive Director.
2. Each of Mr. Wong Shik Ho Tony, Mr. Wong Fong Pak, Mr. Leung Wah Kan, Mr. Ho Nai Nap and Mr. Man Wai Hung is an executive Director.

By Order of the Board
PC PARTNER GROUP LIMITED
WONG Shik Ho Tony
Chairman

Hong Kong, 4 July 2018

As at the date of this announcement, the Executive Directors are Mr. WONG Shik Ho Tony, Mr. WONG Fong Pak, Mr. LEUNG Wah Kan, Mr. HO Nai Nap, Mr. MAN Wai Hung; the Non-executive Director is Mrs. HO WONG Mary Mee-Tak (Mr. CHIU Wing Yui is Alternate Director to Mrs. HO WONG Mary Mee-Tak); and the Independent Non-executive Directors are Mr. IP Shing Hing, Mr. LAI Kin Jerome and Mr. CHEUNG Ying Sheung.

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 statement contained in this announcement misleading.

This announcement will be published and remains on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the day of its publication and will be published and remains on the website of the Company at www.pcpartner.com.

The English text of this announcement shall prevail over its Chinese text.

** For identification purposes only*