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China Print Power Group Limited **中國威力印刷集團有限公司**

(Incorporated in Bermuda with limited liability)

(Hong Kong Stock Code: 6828)

(Singapore Stock Code: B3C)

INSIDE INFORMATION – RECEIPT OF IN-PRINCIPLE APPROVAL FOR PROPOSED CHANGE IN LISTING STATUS ON THE MAINBOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

This announcement is made pursuant to Rule 13.09 of the Rules (the “**Hong Kong Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**SEHK**”) and Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

1. INTRODUCTION

The board of directors (the “**Board**”) of China Print Power Group Limited (the “**Company**”) wishes to announce that the Company has been exploring the possibility of changing its listing status on the Mainboard of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) from a primary listing to a secondary listing whilst retaining its primary listing on the SEHK (the “**Proposed Conversion**”).

2. THE PROPOSED CONVERSION

2.1 The Board has taken into account, *inter alia*, the following principal considerations in deciding to proceed with the Proposed Conversion:

- (a) Since its dual-listing on the SGX-ST and the SEHK, the Company has had to comply with the stricter requirements of the two exchanges. The cost of compliance of both the SGX-ST Listing Manual and the Hong Kong Listing Rules have increased since the Company’s dual listing in July 2011 and have become too burdensome for the Company to manage. The Board considers that the Proposed Conversion will lead to costs and time savings for the Company and its management.

- (b) The Company's management, business activities and operations are concentrated in Hong Kong and the People's Republic of China (the "**PRC**"). The Board considers that the maintaining of the primary listing on the SEHK and the reclassification of the listing on the SGX-ST to a secondary listing would better reflect the geographic business profile of the Company.
 - (c) The trading volume of the shares of the Company ("**Shares**") on the Mainboard of the SGX-ST has significantly declined since it has been listed on the Mainboard of the SEHK and shareholders of the Company (the "**Shareholders**") have been transferring their Shares from the SGX-ST to the SEHK subsequently. Further, as the Company's operations are mainly carried out in Hong Kong and the PRC, the Company expects a continuing trend where a large proportion of investors, including new investors, will trade Shares on the SEHK rather than the SGX-ST.
- 2.2 Accordingly, the Company had submitted an application to the SGX-ST to seek a ruling in relation to the Proposed Conversion. The Board is pleased to announce that the SGX-ST has on 2 April 2014 given its approval in principle to the Proposed Conversion. The conditions are set out below.
- 2.3 Notwithstanding the Proposed Conversion, the Company has no current intention to delist from the SGX-ST in the foreseeable future.
- 2.4 The Board considers that the Shareholders registered in Singapore and Hong Kong would not be adversely affected by the Proposed Conversion and it would not change the Shareholders' rights, irrespective of where the Shareholders hold their Shares. The Board believes that the Shareholders' ability to trade the Shares on both the SGX-ST and the SEHK would not be in any way prejudiced.

3. IN-PRINCIPLE APPROVAL FROM THE SGX-ST

The in-principle approval given by the SGX-ST for the Proposed Conversion is subject to, among others, the following conditions:

- (a) Shareholders' approval being sought for the Proposed Conversion;
- (b) compliance with the SGX-ST's listing requirements and other such requirements that the SGX-ST may impose from time to time;
- (c) the Company maintaining its primary listing on the SEHK;
- (d) submission of:
 - (i) a written undertaking from the Company that it would comply in full with the delisting requirements in the SGX-ST Listing Manual in the event that the Company is delisted from the Official List of the SGX-ST within three (3) years of the Proposed Conversion;
 - (ii) a written undertaking from the Company that it would provide arrangements such as video conference for Singapore-based Shareholders to attend, speak and vote at Shareholders' meetings;

- (iii) a written undertaking from the Company that it would comply with the following as set out in Rule 217 of the SGX-ST Listing Manual:
 - (1) to release all information and documents in English to the SGX-ST via SGXNET at the same time as they are released to the SEHK;
 - (2) to inform the SGX-ST of any issue of additional ordinary shares and the decision of the SEHK on the listing and quotation of the additional securities issued by the Company; and
 - (3) to comply with such other listing rules as may be applied by the SGX-ST from time to time (whether before or after listing);
- (iv) a written undertaking from the Company that an announcement via SGXNET will be made as soon as there is any change in the law of its country of incorporation, which may affect or change Shareholders' rights or obligations over its securities, including:
 - (1) the right to speak, vote at Shareholders' meetings and the right to appoint proxies;
 - (2) the right to receive rights offering and any other entitlements;
 - (3) withholding taxes on its securities;
 - (4) stamp duties on its securities; and
 - (5) obligations to file documents or make declarations in respect of its securities; and
- (v) a written undertaking from the Company that in the event of a need for a trading halt in the Shares, the Company would request for a trading halt on all exchanges at the same time.

Please note that the in-principle approval received from the SGX-ST is not to be taken as an indication of the merits of the Proposed Conversion, the Company or its subsidiaries or their securities. Further announcement(s) in relation to the Proposed Conversion will be made as and when appropriate.

A circular containing, among other things, further details on the Proposed Conversion, together with a notice of the special general meeting to be convened by the Company for the purpose of seeking Shareholders' approval in connection with the Proposed Conversion will be despatched to the Shareholders in due course.

In the meantime, the Board wishes to advise the Shareholders to exercise caution in their dealings in Shares and to refrain from taking any action in relation thereto, until they have sought their own financial and legal advice where appropriate.

By Order of the Board
China Print Power Group Limited
Sze Chun Lee
Chief Executive Officer and Executive Director

Hong Kong and Singapore, 2 April 2014

As at the date of this announcement, the executive directors of the Company are Mr. Sze Chun Lee, Mr. Chan Wai Ming, Mr. Lam Shek Kin, Ms. Chung Oi Ling, Stella and Mr. Hung Tao; and the independent non-executive directors of the Company are Mr. Lim Siang Kai, Mr. Wee Piew and Ms. Wong Fei Tat.