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Peace Mark (Holdings) Limited

(Incorporated in Bermuda with limited liability)

(Website: <http://www.peacemark.com>)

(Stock Code: 0304)

INTERIM DIVIDEND OF HK\$1.23 PER SHARE FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2004 MARKET VALUE OF INTERIM SCRIP DIVIDEND SHARES

This announcement is to advise the shareholders of the Company who are entitled to receive the 2005 Interim Dividend the following information regarding the 2005 Interim Scrip Dividend Scheme:

- a. how the interim scrip dividend entitlements are derived;
- b. further details with respect to the election for Interim Scrip Dividend Shares; and
- c. the dispatch of dividend warrants and/or share certificates.

The 2005 Interim Scrip Dividend Scheme will be implemented according to the following expected timetable:

1. Record Date Friday, 31 December 2004
2. Five trading days fixed for calculating Monday, 3 January 2005
the average closing price to Friday, 7 January 2005
3. Date of dispatch of circulars together
with forms of election
to Eligible Shareholders On or about Monday, 10 January 2005
4. **Last day for returning
forms of election 4:00 p.m. on Friday, 28 January 2005**
5. Date of dispatch of dividend warrants
and/or share certificates in respect of
the Interim Scrip Dividend Shares to
Eligible Shareholders Monday, 21 February 2005

The market value of a new Share to be allotted pursuant to the 2005 Interim Scrip Dividend Scheme has been set at HK\$1.23.

INTRODUCTION

On 3 December 2004, the Directors declared the 2005 Interim Dividend. Eligible Shareholders may elect to receive such dividend wholly or partly by allotment of Interim Scrip Dividend Shares. Those shareholders of the Company whose respective addresses as recorded in the registers of members of the Company as being located outside Hong Kong will not be permitted to participate in the 2005 Interim Scrip Dividend Scheme and will receive the 2005 Interim Dividend wholly in cash. Shareholders who choose to receive the 2005 Interim Dividend wholly in cash are not required to take any action.

MARKET VALUE OF INTERIM SCRIP DIVIDEND SHARES

The market value of Interim Scrip Dividend Shares has been set at HK\$1.23 per Share, which is equivalent to 95% of the average closing prices of Shares quoted on the Stock Exchange for the five consecutive trading days immediately preceding and including Friday, 7 January 2005.

CALCULATION OF THE NUMBER OF INTERIM SCRIP DIVIDEND SHARES

The number of Interim Scrip Dividend Shares to be received by each electing Eligible Shareholders will be calculated as follows:

$$\begin{array}{rclcl} \text{Number of Interim} & & \text{Number of existing Shares} & & \\ \text{Scrip Dividend Shares} & = & \text{held at the close of business on the} & \times & \text{HK\$1.23} \\ \text{to be received} & & \text{Record Date for which interim} & & \hline & & \text{scrip dividend election is made} & & \text{HK\$1.36} \end{array}$$

The number of Interim Scrip Dividend Shares to be received by an electing Eligible Shareholder will be rounded down to the nearest whole number thereof. Fractions of Shares will be disregarded and will not be allotted to the electing Eligible Shareholders. The Interim Scrip Dividend Shares will rank pari passu in all respects with the existing issued Shares of the Company except that they shall not entitle their respective shareholders to receive the 2005 Interim Dividend.

DISPATCH OF CIRCULARS AND FORMS OF ELECTION

A circular giving details of the 2005 Interim Scrip Dividend Scheme together with the relevant form of election for electing to receive the Interim Scrip Dividend Shares, if applicable, will be sent to the Eligible Shareholders on or about Monday, 10 January 2005.

DEADLINE FOR RETURNING FORMS OF ELECTION

Eligible Shareholders who wish to elect to receive the 2005 Interim Dividend wholly in Interim Scrip Dividend Shares, or partly in Interim Scrip Dividend Shares and partly in cash, must lodge the forms of election with Secretaries Limited, the Company's branch share registrar in Hong Kong, of Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not later than 4:00 p.m. on Friday, 28 January 2005. If Eligible Shareholders do not complete and return the form of election before the time stated above, they will receive their 2005 Interim Dividend wholly in cash.

GENERAL

Application will be made to the Stock Exchange for the grant of the listing of, and permission to deal in, the Interim Scrip Dividend Shares. It is expected that the dividend warrants in relation to the 2005 Interim Dividend and/or share certificates with respect to the Interim Scrip Dividend Shares will be dispatched at the risk of those entitled thereto on Monday, 21 February 2005. Dealings in the Interim Scrip Dividend Shares are expected to commence on Monday, 21 February 2005 subject to the proper receipt of share certificates with respect to the Interim Scrip Dividend Shares by the relevant shareholders of the Company.

DEFINITIONS

“2005 Interim Dividend”	the interim dividend of HK\$1.23 per Share for the six months ended 30 September 2004 payable on Monday, 16 February 2004 to the shareholders of the Company whose names were recorded on the registers of members of the Company at the close of business on the Record Date;
“2005 Interim Scrip Dividend Scheme”	the scheme approved by the Directors on 3 December 2004 in relation to the 2005 Interim Dividend to offer to the Eligible Shareholders to elect to receive such dividend wholly or partly by allotment of new Shares credited as fully paid in lieu of cash;
“Company”	Peace Mark (Holdings) Limited, a company incorporated in Bermuda with limited liability and whose shares are listed on the Stock Exchange;
“Director(s)”	the directors of the Company;
“Eligible Shareholders”	shareholders of the Company whose names were recorded on the registers of members of the Company at the close of business on Friday, 31 December 2004 save and except for those shareholders whose respective addresses as recorded on the registers of members of the Company as being located outside Hong Kong at that time;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Interim Scrip Dividend Shares”	new Shares to be issued and credited as fully paid under the 2005 Interim Scrip Dividend Scheme;
“Record Date”	Friday, 31 December 2004;
“Share(s)”	ordinary share(s) of par value HK\$0.10 each in the capital of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

As at the date hereof, the executive directors of the Company are Mr. Chau Cham Wong, Patrick, Mr. Leung Yung, Mr. Tsang Kwong Chiu, Kevin, Mr. Man Kwok Keung, and Mr. Cheng Kwan Ling and the independent non-executive directors are Ms. Susan So, Mr. Kwok Ping Ki, Albert, Mr. Wong Yee Sui, Andrew and Mr. Tang Yat Kan.

By Order of the Board
Peace Mark (Holdings) Limited
Chau Cham Wong, Patrick
Chairman

Hong Kong, 17 November 2005

Please also refer to the published version of this announcement in The Standard.