



Peace Mark (Holdings) Limited

(Incorporated in Bermuda with limited liability)

(Stock code: 0304)

OVERSEAS REGULATORY ANNOUNCEMENT

(This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)

Please refer to the attached announcement being:

The Disclosure of Dealings Announcement published on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) website on 18 March 2008 announcing the acquisition of shares in Peace Mark (Holdings) Limited by A-One Investments Limited, an investment company owned by Chau Cham Wong, Patrick and Leung Yung, both directors of Peace Mark (Holdings) Limited, on various occasions during the course of the voluntary general offer by A-A United Limited, an indirect, wholly-owned subsidiary of Peace Mark (Holdings) Limited, for Sincere Watch Limited.

Hong Kong, 18 March 2008

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Chau Cham Wong, Patrick, Mr. Leung Yung, Mr. Tsang Kwong Chiu, Kevin, Mr. Man Kwok Keung and Mr. Cheng Kwan Ling as executive directors and Ms. So, Susan, Mr. Kwok Ping Ki, Albert, Mr. Tang Yat Kan, Mr. Wong Yee Sui, Andrew and Mr. Mak Siu Wing, Clifford as independent non-executive directors.

Not for release, publication or distribution in or into the United States of America, its territories and possessions, any State of the United States and the District of Columbia (the "United States"), Canada, Australia or New Zealand.

This Announcement does not constitute an offer or a solicitation to any person in any jurisdiction in which such offer or solicitation is unlawful. The Offer is not being made into any jurisdiction in which the making or acceptance of the Offer would not be in compliance with the laws of such jurisdiction. However, the Offeror may, in its sole discretion, take such action as it may deem necessary to extend the Offer to shareholders in any such jurisdiction.

VOLUNTARY CONDITIONAL OFFER

by



MACQUARIE

MACQUARIE CAPITAL (SINGAPORE) PTE. LIMITED

(Incorporated in the Republic of Singapore)
(Co. Reg. No: 199704430K)

for and on behalf of

A-A UNITED LIMITED

(Incorporated in the British Virgin Islands)
(Co. Reg. No: 1427855)

an indirect wholly-owned subsidiary of



Peace Mark (Holdings) Limited

宜進利(集團)有限公司

PEACE MARK (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)
(Co. Reg. No: F-5867)

to acquire all of the issued ordinary shares
in the capital of

SINCERE WATCH LIMITED

(Incorporated in the Republic of Singapore)
(Co. Reg. No: 197700967)

other than those already owned, controlled or agreed to be acquired by
A-A United Limited and parties acting in concert with it

DISCLOSURE OF DEALINGS ANNOUNCEMENT

1. INTRODUCTION

Macquarie Capital (Singapore) Pte. Limited (“**Macquarie**”), for and on behalf of A-A United Limited (the “**Offeror**”), an indirect wholly-owned subsidiary of Peace Mark (Holdings) Limited (“**Peace Mark**”), refers to the voluntary conditional offer (the “**Offer**”) made by the Offeror for all issued ordinary shares (“**Shares**”) in the capital of Sincere Watch Limited, other than those Shares (if any) already owned, controlled or agreed to be acquired by the Offeror and the Relevant Persons.

Unless otherwise defined herein, all terms and references used in this Announcement are defined or construed in the Offer Document dated 19 February 2008 issued in connection with the Offer.

2. DEALINGS IN PM SHARES

The Offeror wishes to announce that A-One Investments Limited, which is an investment holding company controlled by Mr Patrick Chau Cham Wong and Mr Leung Yung, who are directors of Peace Mark and the Offeror, and is accordingly, presumed to be a party acting in concert with the Offeror, acquired ordinary shares in the issued capital of Peace Mark (“**PM Shares**”) which are listed on The Stock Exchange of Hong Kong Limited on various occasions during the offer period (collectively, the “**Dealings**”), details of which are as follows:

Dates on which PM Shares were acquired	Aggregate Number of PM Shares acquired	Average Purchase Price per PM Share (HK\$) ⁽¹⁾	Details of Purchase Price ⁽¹⁾ per PM Share
5 March 2008	500,000	8.000	<ul style="list-style-type: none">• 500,000 PM Shares at HK\$8.00
4 March 2008	500,000	8.160	<ul style="list-style-type: none">• 500,000 PM Shares at HK\$8.16
27 February 2008	100,000	8.642	<ul style="list-style-type: none">• 34,000 PM Shares at HK\$8.61• 6,000 PM Shares at HK\$8.62• 10,000 PM Shares at HK\$8.63• 18,000 PM Shares at HK\$8.64• 16,000 PM Shares at HK\$8.65• 2,000 PM Shares at HK\$8.67

			<ul style="list-style-type: none"> • 4,000 PM Shares at HK\$8.70 • 4,000 PM Shares at HK\$8.73 • 6,000 PM Shares at HK\$8.74
26 February 2008	420,000	8.506	<ul style="list-style-type: none"> • 36,000 PM Shares at HK\$8.35 • 18,000 PM Shares at HK\$8.36 • 58,000 PM Shares at HK\$8.38 • 56,000 PM Shares at HK\$8.40 • 20,000 PM Shares at HK\$8.44 • 2,000 PM Shares at HK\$8.45 • 14,000 PM Shares at HK\$8.46 • 20,000 PM Shares at HK\$8.47 • 2,000 PM Shares at HK\$8.49 • 28,000 PM Shares at HK\$8.54 • 18,000 PM Shares at HK\$8.56 • 38,000 PM Shares at HK\$8.58 • 34,000 PM Shares at HK\$8.59 • 4,000 PM Shares at HK\$8.60 • 10,000 PM Shares at HK\$8.61 • 6,000 PM Shares at HK\$8.63

			<ul style="list-style-type: none"> • 4,000 PM Shares at HK\$8.64 • 2,000 PM Shares at HK\$8.67 • 30,000 PM Shares at HK\$8.77 • 20,000 PM Shares at HK\$8.80
25 February 2008	578,000	8.540	<ul style="list-style-type: none"> • 156,000 PM Shares at HK\$8.51 • 120,000 PM Shares at HK\$8.52 • 34,000 PM Shares at HK\$8.53 • 52,000 PM Shares at HK\$8.54 • 60,000 PM Shares at HK\$8.55 • 14,000 PM Shares at HK\$8.56 • 88,000 PM Shares at HK\$8.58 • 50,000 PM Shares at HK\$8.59 • 4,000 PM Shares at HK\$8.60

Note:

⁽¹⁾ Excluding brokerage fee, clearing fee and other applicable tax.

3. CURRENT SHAREHOLDINGS OF A-ONE INVESTMENTS LIMITED IN PEACE MARK

	Number of PM Shares	Percentage of the issued PM Shares ⁽¹⁾
Number of PM Shares held by A-One Investments Limited as at 5.00 p.m. on 24 February 2008	298,660,459	27.521
Aggregate number of PM Shares acquired by A-One Investments Limited pursuant to the Dealings	2,098,000	0.193
Total number of PM Shares held by A-One Investments Limited as at 5.00 p.m. on 17 March 2008	300,758,459	27.714

Note:

⁽¹⁾ Based on 1,085,227,424 PM Shares, being the total number of issued shares in the capital of Peace Mark as at 17 March 2008.

Accordingly, following the Dealings, as at 5.00 p.m. on 17 March 2008, A-One Investments Limited owned or controlled an aggregate of 300,758,459 PM Shares, representing approximately 27.714 per cent. of PM Shares in the capital of Peace Mark.

4. OVERSEAS SHAREHOLDERS

The availability of the Offer to Overseas Shareholders may be affected by the laws of relevant overseas jurisdictions. Accordingly, any Shareholders not resident in Singapore should inform themselves about and observe any applicable legal requirements in their own jurisdictions. For the avoidance of doubt, the Offer is made to all Shareholders, including those to whom the Offer Document, the FAAs and the FATs have not been sent, provided that the Offer Document does not constitute an offer or a solicitation to any person in any jurisdiction in which such offer or solicitation is unlawful and the Offer is not being made into any jurisdiction in which the making or acceptance of the Offer would not be in compliance with the laws of such jurisdiction. However, the Offeror may, in its sole discretion, take such action as it may deem necessary to extend the Offer to Shareholders in any such jurisdiction.

The Offer is not being made, directly or indirectly, in or into the United States, Canada, Australia or New Zealand, or by use of the mails, or by any means or instrumentality (including, without limitation, facsimile transmission, telephone and the internet) of interstate or foreign commerce, or of any facility of a national securities exchange, of the United States, Canada, Australia or New Zealand and the Offer cannot be accepted by any such use, means, instrumentality or facility or from within the United States, Canada, Australia or New Zealand.

Further details in relation to Overseas Shareholders are contained in the Offer Document.

5. RESPONSIBILITY STATEMENT

The Directors of the Offeror and Peace Mark (including any who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to Sincere), the sole responsibility of the directors of the Offeror and Peace Mark has been to ensure through reasonable inquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

Issued by

Macquarie Capital (Singapore) Pte. Limited

For and on behalf of
A-A United Limited

18 March 2008

Any inquiries relating to this Announcement or the Offer should be directed to the following:

Macquarie Capital (Singapore) Pte. Limited

Rohit Elhence
Managing Director

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Any media inquiries relating to this Announcement or the Offer should be directed to the following:

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Corporate Communications Manager

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