



Peace Mark (Holdings) Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 0304)

GENERAL DISCLOSURE UNDER RULE 13.09 OF LISTING RULES

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the voluntary conditional offer (the “**Offer**”) made by A-A United Limited (the “**Offeror**”), an indirect wholly-owned subsidiary of Peace Mark (Holdings) Limited (“**Peace Mark**”), for all the issued ordinary shares (“**Shares**”) in the capital of Sincere Watch Limited (“**Sincere Watch**”) which closed at 5:30 p.m. (Singapore time) on 18 March 2008. Reference is also made to the Company’s announcement dated 27 March 2008 relating to the Offeror’s and Peace Mark’s change of intention as to exercising compulsory acquisition rights of the Offeror under Section 215(1) of the Companies Act, Chapter 50 of Singapore (the “**Companies Act**”) and de-listing Sincere Watch from the Main Board of the SGX-ST. Reference is also made to the Company’s announcement dated 28 April 2008 relating to the SIC’s decision that the Offeror could not proceed to exercise its powers of compulsory acquisition under Section 215(1) of the Companies Act (the “**28 April Announcement**”).

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

FURTHER SIC DECISION – CONSENT TO DE-LISTING AND RELEASE FROM OBLIGATION

In the 28 April Announcement, it was stated that the SIC had confirmed on 25 April 2008 that the Offeror could not proceed to exercise its powers of compulsory acquisition under Section 215(1) of the Companies Act.

The Offeror and Peace Mark made a further application to the SIC on 1 July 2008 to seek its consent to de-list Sincere Watch from the Main Board of the SGX-ST (the “**De-Listing**”) and, accordingly, release the Offeror and Peace Mark from their obligation to restore the minimum public float so that the proportion of Shares held by members of the public would be raised to at least ten per cent. of the total issued share capital of Sincere Watch (the “**Obligation**”).

The SIC granted on 9 July 2008 its consent to the De-Listing and the release of the Offeror and Peace Mark from the Obligation.

LISTING STATUS OF SINCERE WATCH

Based on SIC's ruling, an application will be prepared and submitted to the SGX-ST to formally request for Sincere Watch to be de-listed from the Main Board of the SGX-ST.

GENERAL

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By Order of the Board
Mr. Chau Cham Wong, Patrick
Chairman

Hong Kong, 9 July 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, Mr. Cheng Kwan Ling and Mr. Hugues Jacques De Jaillon as executive directors, 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 and Mr. Tay Liam Wee as a non-executive director.