

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Qualipak International Holdings Limited

確利達國際控股有限公司

(Incorporated in Bermuda with limited liability)

Website: www.qualipakhk.com

(Stock Code: 1332)

CLARIFICATION ANNOUNCEMENT IN RELATION TO THE DISPOSAL OF A SUBSIDIARY

The Company would like to clarify that the Disposal, together with the transactions contemplated under the Conditional Agreement including the receipt of the Consideration Shares, constitute a major transaction under Chapter 14 of the Listing Rules and is therefore subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

An SGM will be convened and held by the Company to consider and approve the Disposal and the transactions contemplated under the Conditional Agreement. A circular containing, inter alia, further details of the Disposal and the Conditional Agreement and notice of the SGM will be despatched to the Shareholders as soon as possible.

Reference is made to the announcement dated 16 February 2015 ("**Announcement**") issued by Qualipak International Holdings Limited (the "**Company**") in relation to the disposal of the entire issued share capital of Empire New Assets Limited by Qualipak Development Limited. Unless otherwise defined, capitalized terms used herein shall bear the same meaning as in the Announcement.

As disclosed in the Announcement, the aggregate Consideration for the sale of the Sale Shares together with the assignment of the benefit of and interest in the Loan shall be HK\$90 million. HK\$10.1 million has been paid as the Deposit by the Purchaser upon the execution of the Conditional Agreement and the remaining balance in the sum of HK\$79.9 million, upon Completion, will be satisfied by Purchaser Guarantor by way of allotment and issue of 850,000,000 Consideration Shares, credited as fully paid to the Vendor at an issue price of HK\$0.094 per Consideration Share, free from all encumbrances and with all rights attached to them on the Completion Date.

The Company would like to clarify that the Disposal, together with the transactions contemplated under the Conditional Agreement including the receipt of the Consideration Shares, constitute a major transaction under Chapter 14 of the Listing Rules as one of the applicable percentage ratios (as defined in the Listing Rules) in respect of the transactions is more than 25% but less than 100%, and is therefore subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

A special general meeting (“**SGM**”) will be convened and held by the Company to consider and approve the Disposal and the transactions contemplated under the Conditional Agreement. A circular containing, inter alia, further details of the Disposal and the Conditional Agreement and notice of the SGM will be despatched to the shareholders of the Company (the “**Shareholders**”) as soon as possible.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder is required to abstain from voting at the SGM to approve the ordinary resolution(s) for the approval of the Disposal and the transactions contemplated under the Conditional Agreement.

By order of the Board
Qualipak International Holdings Limited
Lam How Mun Peter
Chairman

Hong Kong, 25 March 2015

As at the date of this announcement, the Board comprised the following Directors:-

Executive Directors

Ms. Poon Ho Yee Agnes (*Managing Director*)
Ms. Sun Dixie Hui

Non-executive Director

Dr. Lam How Mun Peter (*Chairman*)

Independent Non-executive Directors

Mr. Chan Sze Hung
Mr. Ha Kee Choy Eugene
Mr. To Shing Chuen