



# Peace Mark (Holdings) Limited

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 304)

## **RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING**

### **AVERAGE CLOSING PRICE TO BE USED FOR CALCULATION OF 2004 SCRIP DIVIDEND SCHEME ENTITLEMENTS**

At the AGM of the Company held on 20 August 2004, all the resolutions set out in the Notice of AGM were duly passed by show of hands.

The Average Closing Price to be used for calculation of 2004 Scrip Dividend Scheme entitlements will be HK\$1.35 per share.

#### **RESOLUTIONS PASSED AT THE AGM**

Reference is made to the circular dated 29 July 2004 of Peace Mark (Holdings) Limited (the “**Company**”) containing the notice of annual general meeting (the “**Notice of AGM**”) convening the annual general meeting of the Company on 20 August 2004. Terms defined in the Circular shall have the same meaning in this announcement.

#### **Ordinary Resolutions**

Ordinary resolutions were passed by show of hands at the AGM approving:

1. the audited financial statements and reports of the directors and the auditors for the year ended 31 March 2004;
2. the declaration of a dividend for the year ended 31 March 2004;
3. the re-election of directors and authorization to the directors to fix their remuneration;
4. the re-appointment of Chu & Chu, Certified Public Accountants as Auditors of the Company until the conclusion of the next general meeting, and the authorization to the directors to fix their remuneration; and
5. the granting to the directors of a general mandate to repurchase shares and issue shares of the Company and extending such general mandate to issue additional new shares in respect of the shares repurchased, in the terms set out in Resolution No. 5 of the Notice of AGM.

## Special Resolutions

A special resolution was passed by show of hands at the AGM approving the amendments to the existing Bye-Laws of the Company in the terms set out in Resolution No. 6 of the Notice of AGM.

### **AVERAGE CLOSING PRICE TO BE USED FOR CALCULATION OF 2004 SCRIP DIVIDEND SCHEME ENTITLEMENT**

On 8 July 2004, the Company announced the 2004 Final Dividend with a scrip alternative. Eligible Shareholders may elect to receive the 2004 Final Dividend wholly or partly in Final Scrip Dividend Shares. Details of the 2004 Final Scrip Dividend Scheme were set out in the Circular.

The number of Final Scrip Dividend Shares to be allotted to Eligible Shareholders pursuant to the 2004 Final Scrip Dividend Scheme will be calculated based on the issue price of HK\$1.28 per Share, which price has been determined based on 95% of the Average Closing Price. The Average Closing Price has now been fixed at HK\$1.35 per share, being the average closing price of the Shares for the five consecutive trading days immediately preceding and including Friday, 20 August 2004. Accordingly, the number of the Final Scrip Dividend Shares which Eligible Shareholders will receive in respect of the Shares registered in their named as at 20 August 2004 will be calculated as follows:

$$\begin{array}{l} \text{Number of Final Scrip} \\ \text{Dividend Shares} \\ \text{to be received} \end{array} = \begin{array}{l} \text{Number of Shares held on Record} \\ \text{Date in respect of which election} \\ \text{is made to receive Final Scrip} \\ \text{Dividend Shares} \end{array} \times \frac{\text{HK\$0.02}}{\text{HK\$1.28}}$$

*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**  
**Fong Ho Yan**  
*Company Secretary*

Hong Kong, 20 August 2004

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