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宝德科技集團股份有限公司

POWERLEADER SCIENCE & TECHNOLOGY GROUP LIMITED*

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8236)

**ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE
AND
SUSPENSION OF TRADING**

Reference is made to the announcement of the Company dated 3 December 2014 relating to the suspension of trading in the H Shares on the Stock Exchange and the announcement dated 5 February 2015 relating to the Possible Offers. Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the announcement of the Company dated 5 February 2015.

This announcement is made by the Company pursuant to Rule 3.7 of the Takeovers Code.

UPDATE ON PROGRESS REGARDING THE POSSIBLE OFFERS

The Company has been informed by Powerleader Investment that the negotiations with a financial institution on the obtaining of finance for the acquisitions under the Possible Offers are still ongoing and the arrangements for such finance may be confirmed by mid-March 2015. If and when the arrangements for such finance is confirmed, the Company will proceed to finalize the announcement to be jointly made by the Company, Powerleader Investment and PI Subsidiary on the Possible Offers pursuant to Rule 3.5 of the Takeovers Code.

As at the date of this announcement, no legally binding agreement has been entered into in respect of the financing of the Possible Offers.

In accordance with Rule 3.7 of the Takeovers Code, monthly announcements will be made until announcement of firm intention to make the Possible Offers under Rule 3.5 of the Takeovers Code or announcement of a decision not to proceed with the Possible Offers is made. The Company will make further announcements in compliance with the Takeovers Code and the GEM Listing Rules as and when appropriate or required.

The Board wishes to inform the shareholders and potential investors of the Company that the feasibility and implementation of the Possible Offers are still under consideration by Powerleader Investment, there is no assurance that the Possible Offers will be finalized and the Possible Offers therefore may or may not proceed.

SUSPENSION

Trading in the H Shares on the Stock Exchange has been suspended with effect from 1:00 p.m. on 3 December 2014, and will remain suspended until further notice.

Shareholders and potential investors are advised to exercise extreme caution when dealing in the shares of the Company.

By order of the Board
宝德科技集團股份有限公司
(Powerleader Science & Technology Group Limited*)
Zhang Yunxia
Chairman

Shenzhen, the PRC, 5 March 2015

As at the date of this announcement, the executive directors of Powerleader are Ms. Zhang Yunxia, Mr. Dong Weiping and Mr. Ma Zhumao; the non-executive directors are Mr. Li Ruijie, Mr. Sun Wei and Mr. Li Donglei and independent non-executive directors are Mr. Chan Shiu Yuen Sammy, Dr. Guo Wanda and Mr. Jiang Baijun.

The directors of the Company jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from its date of publication and Powerleader’s website at www.powerleader.com.cn.

* For identification purpose only