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PEACE MAP HOLDING LIMITED

天下圖控股有限公司

(In Liquidation)

(incorporated in Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 402)

**LAPSE OF THE ACQUISITION
AND
UPDATE ON THE POSSIBLE WHITEWASH PURSUANT
TO THE TAKEOVERS CODE**

Reference is made to the announcements of the Company dated 3 July 2018, 10 July 2018, 16 July 2018, 17 July 2018, 27 July 2018, 8 August 2018, 14 August 2018, 26 September 2018, 12 November 2018, 12 February 2019, 20 February 2019, 19 March 2019, 29 March 2019, 8 April 2019, 16 April 2019, 16 May 2019, 19 July 2019, 12 August 2019, 30 August 2019, 8 October 2019, 12 November 2019, 17 January 2020, 27 March 2020, 30 March 2020, 31 March 2020, 2 April 2020, 17 April 2020, 12 May 2020, 12 June 2020, 13 July 2020 and 24 July 2020 (collectively, the “**Announcements**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

As a result of the LRC Decision, the conditions set out in the Sale and Purchase Agreement cannot be satisfied and the Sale and Purchase Agreement has lapsed accordingly. As such, the Company, the Joint Liquidators and the Vendors agreed not to proceed with the Acquisition and there will no longer be an obligation under Rule 26 of the Takeovers Code on Mr. Su, Mr. Andrew Tan and parties acting in concert with each of them to make a mandatory general offer for all the securities of the Company not already owned and/or agreed to be acquired by Mr. Su, Mr. Andrew Tan and parties acting in concert with each of them. Accordingly, the Whitewash Waiver is no longer required, and the application for the Whitewash Waiver, as set out in the Announcements, will not be made.

As the Sale and Purchase Agreement has been lapsed, no Circular will be issued and no SGM will be convened and held by the Company for the Independent Shareholders to consider and approve, among others the Acquisition and the Whitewash Waiver.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Monday, 13 August 2018. The last day of listing of the Shares will be on 31 July 2020 and the listing of the Shares will be cancelled with effect from 9:00 a.m. on 3 August 2020.

By order of the Board of
Peace Map Holding Limited
(In Liquidation)
David Yen Ching Wai,
Anita So Kit Yee and
Keiran Hutchison
Joint Liquidators
Acting as agents of the Company only and
without personal liability

Hong Kong, 28 July 2020

As at the date of this announcement, the executive directors of the Company are Mr. WANG Zheng (Chief Executive Officer), Mr. LI Bin, Ms. MU Yan, Mr. LI Chengning and Mr. XU Jian (Chief Financial Officer) and the independent non-executive directors of the Company are Mr. ZHANG Songlin, Ms. LI Nan and Mr. XU Lei.

The Joint Liquidators, namely Mr. David Yen Ching Wai, Ms. Anita So Kit Yee and Mr. Keiran Hutchison, jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, 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.