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## **SOUTH CHINA HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 265)**

### **FURTHER DELAY IN DESPATCH OF CIRCULAR**

#### **INTRODUCTION**

Reference is made to the joint announcement issued by South China Holdings Limited (the “**Company**”) and Orient Victory Real Estate Group Holdings Limited (the “**Offeror**”) dated 25 June 2014 in relation to, among others, the Offer, the Special Deals and the Connected Transactions, the announcement issued by the Company dated 16 July 2014 in relation to the formation of the Independent Board Committees and the appointment of the Independent Financial Adviser, and the joint announcement (the “**Joint Announcement**”) dated 17 July 2014 issued by the Company and the Offeror in relation to, among others, the delay in despatch of the Circular (as defined below) and the composite document (collectively, the “**Announcements**”). Unless otherwise stated, capitalised terms used in this announcement have the same meanings as defined in the Announcements.

#### **FURTHER DELAY IN DESPATCH OF CIRCULAR**

It was stated in the Joint Announcement that, a circular (the “**Circular**”) containing, among other things, (i) further details of the Special Deals, the Connected Transactions and the transactions contemplated thereunder; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in relation to the Special Deals, the Connected Transactions and the transactions contemplated thereunder; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee in relation to the Special Deals, the Connected Transactions and the transactions contemplated thereunder; and (iv) a notice convening the EGM, was expected to be despatched to the Shareholders on or before 31 July 2014.

As additional time is required to finalise the Circular, it is expected that the despatch of the Circular will be further delayed to a date on or before 11 August 2014.

For and on behalf of  
**South China Holdings Limited**  
**Cheung Choi Ngor**  
*Executive Director*

Hong Kong, 31 July 2014

*As at the date of this announcement, the Board comprises (1) Mr. Ng Hung Sang, Mr. Richard Howard Gorges, Ms. Cheung Choi Ngor and Mr. Ng Yuk Fung Peter as executive Directors; (2) Ms. Ng Yuk Mui Jessica and Mr. David Michael Norman as non-executive Directors; and (3) Mr. David John Blackett, Mrs. Tse Wong Siu Yin Elizabeth and Mr. Cheng Hong Kei as independent non-executive Directors.*

*All Directors jointly and severally accept full responsibility for the 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 contained in this announcement misleading.*