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SOUTH CHINA HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 265)

ANNOUNCEMENT PURSUANT TO RULE 13.09 OF THE LISTING RULES

This announcement is made by South China Holdings Limited (the “Company”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

The board of directors (the “Board”) of the Company would like to advise that the Company has been approached by a number of independent third parties in relation to certain proposed transactions (the “Proposed Transactions”) which may involve the acquisition of assets and/or disposal of the assets of the Company, which, if materialized, may constitute notifiable transactions for the Company under the Listing Rules. The Company will comply with relevant requirements under the Listing Rules and make any further announcement(s) (if necessary).

As the terms of the Proposed Transactions are still under negotiation and no legally binding formal agreement has been entered into by the Company as at the date of this announcement and the Proposed Transactions may or may not proceed, shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
South China Holdings Limited
Cheung Choi Ngor
Director

Hong Kong, 17 May 2011

As at the date of this announcement, the Directors of the Company are (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.