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SOUTH CHINA HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 265)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 19 JUNE 2009

The Board is pleased to announce that the ordinary resolution set out in the notice of EGM contained in the Circular was duly approved by the Shareholders at the EGM held on 19 June 2009.

Reference is made to the circular (the “Circular”) and the EGM notice of South China Holdings Limited (the “Company”) dated 3 June 2009 in relation to the declaration of special dividend by way of distribution in specie of shares (Stock code: 413) and warrants (Stock code: 807) of South China (China) Limited to the Shareholders of the Company. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meaning as defined in the Circular.

EGM RESULTS

The Board is pleased to announce the poll result of the resolution proposed at the EGM held on 19 June 2009 as follows:

Ordinary Resolution	Number of votes cast (%)	
	For	Against
To consider and approve the payment of special dividend to be satisfied by the Distribution.	1,410,366,132 (100%)	0 (0%)
The resolution was duly passed as an ordinary resolution.		

As at the date of the EGM, the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the EGM was 1,823,401,376. There were no shares entitling the shareholders to attend and vote only against the resolution at the EGM.

Union Registrars Limited, the share registrar of the Company, was appointed as scrutineer for the purpose of the poll taken at the EGM.

THE DISTRIBUTION

As at the Record Date, the number of issued shares of the Company was 1,823,401,376. The Company held, through its wholly-owned subsidiaries, and controlled an aggregate of 1,983,206,785 SCC Shares and 396,641,357 SCC Warrants, representing approximately 74.74% of the issued SCC Shares and 75.03% of the outstanding SCC Warrants respectively.

The Distribution will be on the basis of 106 SCC Shares and 21 SCC Warrants for every 100 Shares held by the Shareholders whose names appear on the register of members of the Company on the Record Date. Accordingly, 1,932,805,458 SCC Shares and 382,914,288 SCC Warrants will be distributed to the Shareholders.

Among the 1,823,401,376 Shares in issue, there were 268,000 Shares held by the Overseas Shareholders. The SCC Shares and SCC Warrants pursuant to the Distribution will not be distributed to the Overseas Shareholders. Arrangements will be made for the SCC Shares and SCC Warrants which would otherwise have been distributed to such Overseas Shareholders pursuant to the Distribution to be sold in the market as soon as practicable after the posting of the share certificates and warrant certificates of the Distribution. Any proceeds of sale will be distributed in Hong Kong dollars to such persons pro rata to the Overseas Shareholders' entitlements (except that amounts of less than HK\$100 payable to the respective Shareholders will be retained for the benefit of the Company).

Despatch of the SCC share certificates and warrant certificates will be on or around 3 July 2009.

On behalf of the Board of
South China Holdings Limited
Cheung Choi Ngor
Director

Hong Kong, 19 June 2009

As at the date of this announcement, the Board of the Company comprises (1) Mr. Ng Hung Sang, Mr. Richard Howard Gorges, Ms. Cheung Choi Ngor and Mr. Ng Yuk Fung, Peter as executive directors; (2) Mr. David Michael Norman and Ms. Ng Yuk Mui, Jessica 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.