

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **SOUTH CHINA FINANCIAL HOLDINGS LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 619)**

### **VOLUNTARY ANNOUNCEMENT LITIGATION IN RESPECT OF A SOFTWARE COMPANY**

The board of directors (the “Board”) of South China Financial Holdings Limited (the “Company”) announces that on 12 December 2013, South China Finance And Management Limited (a wholly owned subsidiary of the Company, “SCFM”), amongst other plaintiffs, commenced a derivative action in Hong Kong (under HCA No. 2423/2013, the “Action”) against Sinosoft Technology Group Limited (“Sinosoft Technology”) and certain management personnel of Sinosoft Technology including Ms. Xin Yingmei (executive director and chairlady of Sinosoft Technology), Mr. Wang Xiaogang (senior vice president of Sinosoft Technology), Mr. Zhang Hong (vice president of Sinosoft Technology), Mr. Ma Ming (vice president of Sinosoft Technology) and Mr. Ding Su Lin (co-head of internal audit of Sinosoft Technology).

SCFM is a shareholder of Sinosoft Technology. The plaintiffs including SCFM brought the Action in the capacity as shareholders of Sinosoft Technology.

The writ of summons which has been filed with the High Court of Hong Kong (Court of First Instance) includes a full statement of claim dated 12 December 2013 (collectively the “Writ”) whereby the plaintiffs, including SCFM, seek the following reliefs and claim:

1. damages and/or equitable compensation for breach of the Fiduciary Duties (as defined in the Writ) and/or the Duties of Fidelity (as defined in the Writ) to be assessed;
2. damages for conspiracy to be assessed;
3. an order that each of Ms. Xin Yingmei, Mr. Wang Xiaogang, Mr. Zhang Hong, Mr. Ma Ming and Mr. Ding Su Lin to provide an account of all benefits or profits which they have misappropriated for their own benefit or for the benefit of any other third party in breach of the Fiduciary Duties and/or the Duties of Fidelity to Sinosoft Technology;
4. all other necessary accounts and inquiries; and

5. costs, interest and any further and/or other relief.

The Company will issue further announcement(s) to update its shareholders as and when appropriate should there be any major development in respect of the above action.

By Order of the Board  
**South China Financial Holdings Limited**  
**Cheung Choi Ngor**  
*Executive Director*

Hong Kong, 12 December 2013

*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, Mr. Ng Yuk Yeung Paul and Mr. Chan Hing Wah as executive directors; and (2) Mrs. Tse Wong Siu Yin Elizabeth, Hon. Raymond Arthur William Sears, Q.C. and Mr. Tung Woon Cheung Eric as independent non-executive directors.*