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SAM WOO HOLDINGS LIMITED

三和集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 2322)

APPOINTMENT OF EXECUTIVE DIRECTOR

Reference is made to (i) the joint announcements made by Sam Woo Holdings Limited (the “**Company**”) and Superb Smart Limited dated 16 March 2011, 18 March 2011 and 22 March 2011; (ii) the announcement made by the Company dated 22 March 2011; and (iii) the composite offer and response document (the “**Composite Document**”) jointly issued by the Company and Superb Smart Limited dated 6 April 2011. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those used in the Composite Document.

The Board is pleased to announce that Ms. Zheng Juhua (“**Ms. Zheng**”) has been appointed as an executive Director with effect from 12 April 2011.

Ms. Zheng, aged 39, conducts a property rental and investment business in Shenzhen, the People’s Republic of China. She has over ten years of experience in securities investment in Hong Kong. Ms. Zheng has not held any directorships in the last three years in any public company the securities of which are listed on the securities market in Hong Kong or overseas.

Ms. Zheng has no fixed term of service with the Company but will be subject to retirement and re-election by shareholders at general meetings of the Company in accordance with the bye-laws of the Company. Ms. Zheng will be entitled to a director’s remuneration of HK\$360,000 per annum, which is determined by the Board with reference to her duties and responsibilities with the Company.

Ms. Zheng is the sole shareholder and director of Superb Smart, which holds 1,700,000,000 Shares representing approximately 56.29% of the entire issued share capital of the Company as at the date of this announcement, and accordingly is deemed to be interested in the aforesaid 1,700,000,000 Shares held by Superb Smart under the SFO. Save as disclosed above, Ms. Zheng is not connected with any Directors, senior management or substantial shareholders (as defined in the Listing Rules) of the Company and does not have interest in any other Shares within the meaning of Part XV of the SFO.

There is no information relating to Ms. Zheng that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules. Save as disclosed above, there is no other matter in relation to the appointment of Ms. Zheng that needs to be brought to the attention of the Shareholders.

The Board takes this opportunity to express warmest welcome to Ms. Zheng for joining the Company.

By order of the Board
Sam Woo Holdings Limited
Lau Chun Ming
Chairman

Hong Kong, 12 April 2011

As at the date of this announcement, the executive Directors are Mr. Lau Chun Ming, Mr. Lau Chun Kwok, Mr. Lau Chun Ka, Ms. Leung Lai So, Mr. Chan Sun Kwong and Ms. Zheng Juhua; the independent non-executive Directors are Dr. Lee Peng Fei, Allen, Professor Wong Sue Cheun, Roderick and Ms. Wong Tsui Yue, Lucy.

The 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 statements in this announcement misleading.

* *for identification purposes only*