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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)

### **ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This refers to the announcement (the “**Announcement**”) made by Sam Woo Holdings Limited (the “**Company**”) on 11 October 2010 in relation to the possible disposal of the equity interest held by Actiease Assets Limited (“**AAL**”) in the Company (the “**Possible Disposal**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the Announcement.

The Company wishes to update the Shareholders that, as informed by AAL, no discussion has been held in relation to the Possible Disposal since the Announcement and there has been no progress relating to the Possible Disposal.

**Shareholders and potential investors should be aware that the Possible Disposal may or may not proceed and hence Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

This announcement is issued pursuant to Rule 3.7 of the Takeovers Code. Shareholders will be informed of any further development with regard to the Possible Disposal as and when necessary and on a monthly basis pursuant to Rule 3.7 of the Takeovers Code until an announcement of a firm intention to make an offer or of a decision not to proceed with an offer is made in compliance with the Takeovers Code.

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

*Hong Kong, 11 November 2010*

*As at the date of this announcement, the Board comprises Mr. Lau Chun Ming, Mr. Lau Chun Kwok, Mr. Lau Chun Ka, Ms. Leung Lai So, Mr. Hsu Kam Yee, Simon and Mr. Chan Sun Kwong as executive directors; Mr. Chiu Kam Kun, Eric as the non-executive director; and Dr. Lee Peng Fei, Allen, Professor Wong Sue Cheun, Roderick and Ms. Wong Tsui Yue, Lucy as independent non-executive directors.*

*The Directors of which 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 in this announcement misleading.*

*\* for identification purposes only*