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## **ANNOUNCEMENT UPDATE ON THE PROPOSED TRANSACTION PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

References are made to the announcements of Same Time Holdings Limited (the “Company”) dated 5 April 2013, 3 May 2013, 20 May 2013 and 19 June 2013 relating to a non-legally binding memorandum of understanding (the “MOU”) dated 2 April 2013 entered into between the Company and the Vendor. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the announcement dated 5 April 2013.

The Company wishes to update its shareholders that (i) the Company and the Vendor are finalising their respective due diligence in respect of the Proposed Transaction but it has not yet been completed; (ii) the Vendor and the Company are continuing with their negotiations on the terms of the Proposed Transaction; and (iii) the Vendor and the Company are preparing the regulatory filings that are required for the Proposed Transaction to proceed. As at the date of this announcement, the parties have not yet agreed on the exact scope of the Proposed Transaction, and the terms of the Proposed Transaction have yet to be agreed and finalised and accordingly no legally binding agreement has been entered into between the Company and the Vendor in respect of the Proposed Transaction.

**Shareholders and potential investors of the Company should note that the Proposed Transaction may or may not materialise and the final structure and terms of the Proposed Transaction, which are still subject to further negotiations between the parties to the MOU, have yet to be finalised and may deviate from those set out in the MOU. Shareholders and potential investors of the Company should exercise caution when dealing in the Shares and other securities of the Company.**

Further announcement(s) setting out the progress of the Proposed Transaction, will be made as and when necessary in accordance with the Listing Rules and the Takeovers Code and on a monthly basis until an announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with the Proposed Transaction is made.

The directors of the Company jointly and severally accept full responsibility for 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.

By order of the Board  
**Same Time Holdings Limited**  
**Yip Sum Yin**  
*Chairman*

Hong Kong, 19 July 2013

*As at the date of this announcement, the executive Directors are Mr. Yip Sum Yin (Chairman), Madam Yu Hung Min, Mr. Chung Chi Shing, Mr. Mao Lu and Mr. Yip Wing Fung and the independent non-executive Directors are Mr. Lai Wing Leung, Peter, Mr. Lam Kwok Cheong and Madam Lee Mei Ling.*