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SINO GOLF HOLDINGS LIMITED
順龍控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00361)

ANNOUNCEMENT
PURSUANT TO
RULE 3.7 OF THE TAKEOVERS CODE

This announcement is made pursuant to Rule 3.7 of the Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the announcements of Sino Golf Holdings Limited (the “**Company**”) dated 15 September 2014 (the “**September Announcement**”), 13 October 2014, 13 November 2014, 17 November 2014, 12 December 2014 and 12 January 2015 (the “**January Announcement**”). Unless otherwise stated, terms used herein shall have the same meanings as defined in the January Announcement.

UPDATE ON THE POSSIBLE TRANSACTION

The Board has been informed by the Selling Shareholders that, as at the date of this announcement, (i) the negotiations between the Selling Shareholders and the Potential Investors in respect of the Possible Transaction are on-going; and (ii) other than the MOU (with no expiring date provided therein in respect of the MOU itself) entered into between the Selling Shareholders and the First Potential Investor as disclosed in the September Announcement, no formal or legally binding agreement has been entered into between the Selling Shareholders and any other parties in respect of the Possible Transaction.

Further announcement(s) setting out the progress of the Possible 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 Possible Transaction is made.

* *for identification purpose only*

There is no assurance that the Possible Transaction will materialise or eventually be consummated and the relevant discussions may or may not lead to a general offer under Rule 26.1 of Takeovers Code. Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).

By order of the Board of
Sino Golf Holdings Limited
Chu Chun Man, Augustine
Chairman

Hong Kong, 12 February 2015

As at the date hereof, the Board comprises 6 directors, of which 3 are executive directors, namely Mr. CHU Chun Man Augustine, Mr. CHU Yuk Man Simon and Mr. CHANG Hua Jung, and the rest of 3 are independent non-executive directors, namely Mr. CHOY Tak Ho, Ms. CHIU Lai Kuen Susanna and Mr. ZHU Shengli.

The directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, 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.