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China South City Holdings Limited
華南城控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 1668)

Full Conversion Of Convertible Notes Due 2018 And Overseas Regulatory Announcement

Reference is made to the announcements of the Company dated 1 April 2013, 9 April 2013 and 6 March 2014 respectively in relation to the 6.5% convertible notes due 2018 issued by the Issuer, a wholly-owned subsidiary of the Company (the "**Convertible Notes**"). Unless otherwise stated, Capitalized terms used herein shall bear the same meanings as set out in the announcement of the Company dated 1 April 2013.

The Company hereby announces that the holder of the Convertible Notes exercised its right to convert the Convertible Notes in the aggregate principal amount of HK\$975,000,000 into 624,999,999 Shares (the "**Conversion Shares**"). The Conversion Shares have been allotted and issued on 9 July 2014. The Conversion Shares rank pari passu with all the existing issued Shares and represent approximately 8.23% of the total number of issued shares of the Company as enlarged by the issue and allotment of the Conversion Shares. All the Convertible Notes have been converted into Conversion Shares such that no Convertible Notes remain on issue at the date of this announcement. The Issuer will procure the delisting of the Convertible Notes from the Official List of the Singapore Exchange Securities Trading Limited.

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Listing Rules.

By order of the Board
China South City Holdings Limited
Cheng Chung Hing
Co-Chairman & Executive Director

Hong Kong, 9 July 2014

As at the date of this announcement, the executive directors of the Company are Mr. Cheng Chung Hing, Mr. Leung Moon Lam and Professor Xu Yang; the non-executive directors of the Company are Dr. Ma Kai Cheung, SBS, BBS, Mr. Sun Kai Lit Cliff, BBS, JP, Dr. Ma Wai Mo, Mr. Cheng Tai Po and Mr. Lin Ching Hua; and the independent non-executive directors of the Company are Mr. Leung Kwan Yuen Andrew, GBS, SBS, JP, Mr. Li Wai Keung, Mr. Hui Chiu Chung Stephen, JP and Mr. Yung Wing Ki Samuel, SBS, MH, JP.