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SOHO CHINA LIMITED

SOHO 中國有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 410)

ANNOUNCEMENT

The announcement is made pursuant to Rule 13.09 of the Listing Rules and Part XIVA of the Securities and Futures Ordinance.

Reference is made to the Bund 8-1 Announcements.

On 24 April 2013, the Shanghai Intermediate People's Court issued the Trial Judgment ordering the Company's relevant subsidiary to return the equity interests of Zendai Wudaokou and Greentown Hesheng to the Vendors.

The relevant subsidiary of the Company and the Vendors (i.e., the respective subsidiaries of Shanghai Zendai Property and Greentown Holdings) will make the Appeal to the Higher People's Court of Shanghai.

Since the Trial Judgment cannot be enforced and will not become effective pending the results of the Appeal, the Company's relevant subsidiary is still holding 100% equity interests in Zendai Wudaokou and Greentown Hesheng, which, upon completion of the Project Company Transfer Agreement, will, through Haizhimen, be indirectly holding 50% interest in the Bund 8-1 Land. Therefore, the Company considers that the Trial Judgment does not have any material adverse effect on the operations or financial position of the Group.

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the "**Securities and Futures Ordinance**").

Reference is made to the announcements of SOHO China Limited (the "**Company**" together with its subsidiaries, the "**Group**") dated 29 December 2011, 31 May 2012 and 5 June 2012 (collectively, the "**Bund 8-1 Announcements**"). Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Bund 8-1 Announcements.

RESULTS OF THE COURT ACTION

On 24 April 2013, the Shanghai No. 1 Intermediate People's Court of the PRC (the "**Shanghai Intermediate People's Court**") issued its judgment (the "**Trial Judgment**") in relation to the Court Action. The Trial Judgment (to the extent relating to the Group) is summarised as follows:

- 1 orders for the invalidation of (a) the agreement to transfer 100% equity interests in Zendai Wudaokou and Greentown Hesheng respectively from Shanghai Zendai Land and Zhejiang Jiahe to Shanghai Chang Ye as stipulated under the Equity Transfer and Loan Assignment Agreement; (b) the Zendai Wudaokou Transfer; and (c) the Greentown Hesheng Transfer, were granted; and
- 2 an order to restate the ownership of Zendai Wudaokou and Greentown Hesheng to the state prior to the Zendai Wudaokou Transfer and Greentown Hesheng Transfer was granted.

The relevant subsidiary of the Company and the Vendors (i.e., the respective subsidiaries of Shanghai Zendai Property and Greentown Holdings) (as informed by Shanghai Zendai Property and Greentown Holdings, respectively) have reviewed the Trial Judgment and will make an appeal (the "**Appeal**") to the Higher People's Court of Shanghai. As advised by the Company's PRC legal advisers, if the Appeal is made, the relevant subsidiary of the Company is required to submit the appeal documents to the Shanghai Intermediate People's Court within 15 days from the service of the Trial Judgment.

As further advised by the Company's PRC legal advisers, since the Trial Judgment cannot be enforced and will not become effective pending the results of the Appeal, the Company's relevant subsidiary is still holding 100% equity interests in Zendai Wudaokou and Greentown Hesheng, which, upon completion of the Project Company Transfer Agreement, will, through Haizhimen, be indirectly holding 50% interest in the Bund 8-1 Land. Therefore, the Company considers that the Trial Judgment does not have any material adverse effect on the operations or financial position of the Group.

Shareholders and other investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
SOHO China Limited
Pan Shiyi
Chairman

Beijing, the PRC, 24 April 2013

As at the date of this announcement, the Board comprises Mr. Pan Shiyi, Mrs. Pan Zhang Xin Marita, Ms. Yan Yan, Ms. Tong Ching Mau and Mr. Yin Jie, being the executive Directors, and Dr. Ramin Khadem, Mr. Cha Mou Zing, Victor and Mr. Yi Xiqun, being the independent non-executive Directors.