

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



UDL HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 620)

**PROPOSED RIGHTS ISSUE OF RIGHTS SHARES OF HK\$0.01 EACH AT
HK\$0.035
PER RIGHTS SHARE, PAYABLE IN FULL ON ACCEPTANCE
(IN THE PROPORTION OF ONE RIGHTS SHARE
FOR EVERY ONE EXISTING SHARE HELD)
AND
VERY SUBSTANTIAL ACQUISITIONS AND CONNECTED TRANSACTIONS
FURTHER DELAY IN DESPATCH OF CIRCULAR**

Reference is made to the First Announcement dated 1 August 2008, the Second Announcement dated 21 August 2008 and the announcement of the Company in relation to the expected timetable and closure of register of members dated 27 August 2008.

As more time is required for finalising the information necessary for inclusion in the Circular, in particular the relevant financial information (the accountants' report on the group of Lead Ocean and Net Excel and the unaudited pro forma financial information on the Group subsequent to the completion of the Transactions), the despatch of the Circular will therefore be further postponed. It is currently expected that the Circular will be despatched to the Shareholders no later than 5 September 2008.

Reference is made to (i) the announcement ("**First Announcement**") of UDL Holdings Limited ("**Company**") dated 1 August 2008, (ii) the announcement ("**Second Announcement**") of the Company dated 21 August 2008 in relation to the delay in despatch of the Circular; and (iii) the announcement of the Company in relation to the expected timetable and closure of register of members dated 27 August 2008. Unless otherwise stated, terms defined in the First Announcement shall have the same meanings when used herein.

The First Announcement is in relation to the proposed Rights Issue of Rights Shares of HK\$0.01 each at HK\$0.035 per Rights Share (in the proportion of one Rights Share for every one existing Share held), the Acquisitions and the connected transactions (collectively, the “**Transactions**”). Pursuant to Rules 14.38 and 14A.49 of the Listing Rules, the Company is required to send the Circular containing further details of the Transactions to the Shareholders and arrange for its publication within 21 days after the publication of the First Announcement (i.e. 22 August 2008). The Company had applied to the Stock Exchange for a waiver from strict compliance with Rules 14.38 and 14A.49 of the Listing Rules by extending the despatch date of the Circular to no later than 29 August 2008 and such waiver was granted by the Stock Exchange on 25 August 2008. Details of such delay in despatch of the Circular are set out in the Second Announcement.

During the period from 22 August 2008 to the date of this announcement, the preparation of the unaudited pro forma financial information on the Group subsequent to the completion of the Transactions have been completed. However, as more time is required for conducting a final review by the auditors of the Group on the information necessary for inclusion in the Circular, in particular the relevant financial information (the accountants’ report on the group of Lead Ocean and Net Excel and the unaudited pro forma financial information on the Group as if the Transactions have been completed), the despatch of the Circular will therefore be further postponed. It is currently expected that the Circular will be despatched to the Shareholders no later than 5 September 2008.

The Company has applied to the Stock Exchange for a waiver from strict compliance with Rules 14.38 and 14A.49 of the Listing Rules by extending the despatch date of the Circular to no later than 5 September 2008.

By Order of the Board
UDL Holdings Limited
Leung Yu Oi Ling, Irene
Chairman

Hong Kong, 29 August 2008

As at the date of this announcement, the Board comprises four executive Directors namely Mr. Leung Yat Tung, Mrs. Leung Yu Oi Ling, Irene, Ms. Leung Chi Yin, Gillian, Mr. Leung Chi Hong Jerry and three independent non-executive Directors, namely Mr. Pao Ping Wing JP, Professor Yuen Ming Fai, Matthew and Ms. Tse Mei Ha.