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唐宮(中國)控股有限公司

TANG PALACE (CHINA) HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1181)

VOLUNTARY ANNOUNCEMENT

POSSIBLE FORMATION OF JOINT VENTURE WITH SHIN YEH UNDER “SOCIAL PLACE” BRAND IN TAIWAN

This is a voluntary announcement made by the Company.

POSSIBLE FORMATION OF JOINT VENTURE WITH SHIN YEH UNDER “SOCIAL PLACE” BRAND IN TAIWAN

The Board is pleased to announce that on 27 March 2015, TPSPH, a wholly-owned subsidiary of the Company, entered into a MOU with Shin Yeh, pursuant to which TPSPH and Shin Yeh intend to form a joint venture to operate self-owned restaurants in Taiwan principally serving casual and modern Chinese dishes under the “Social Place” (唐·小聚) brand. The parties are still in the course of negotiating and finalizing the terms of the formal joint venture arrangement.

The entering into the MOU by TPSPH does not constitute any notifiable transaction of the Company under Chapter 14 of the Listing Rules or a connected transaction of the Company under Chapter 14A of the Listing Rules. Further announcement(s) will be made by the Company in respect of any material development on the transaction as and when required for compliance with the Listing Rules.

Shareholders and potential investors of the Company are advised to exercise caution when dealing on the shares in the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the meanings set out below:

“Board”	the board of Directors of the Company
“BVI”	British Virgin Islands
“Company”	Tang Palace (China) Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1181)
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party”	a party and, if applicable, the ultimate beneficial owner of the party who is not fallen into the definition of connected persons of the Company under Chapter 14A of the Listing Rules and independent of the connected persons of the Company and their associates (as defined in the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“MOU”	the memorandum of understanding dated 27 March 2015 entered into between TPSHP and Shin Yeh in relation to the proposed formation of a joint venture for the purpose of operating Social Place outlets in Taiwan
“Shin Yeh”	欣葉國際餐飲股份有限公司 (Shin Yeh Restaurant Group Inc.*), a company incorporated in Taiwan with limited liability principally engaged in the operation of restaurants, food and beverages and related businesses in Taiwan. The Group and Shin Yeh had formed a joint venture, namely 台灣金爸爸餐飲股份有限公司 (Taiwan PappaRich Catering Limited*)(the “ Taiwan PappaRich JV ”) in which the Group has minority interest for the operation of restaurants principally serving Malaysian dishes under “PappaRich” brand in Taiwan as detailed in the announcement of the Company dated 17 July 2014. Apart from the interest of Shin Yeh in Taiwan PappaRich JV, to the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries and so far as the Directors are aware, Shin Yeh and its ultimate beneficial owners are Independent Third Parties

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Taiwan”	the Republic of China
“TPSPH”	Tang Palace Social Place Holdings Limited (唐宮小聚控股有限公司), a company incorporated in the BVI with limited liability and a wholly-owned subsidiary of the Company

By Order of the Board
Tang Palace (China) Holdings Limited
YIP Shu Ming
Chairman

Hong Kong, 27 March 2015

As at the date of this announcement, the Board comprises the following directors:

Executive directors: *Mr. YIP Shu Ming, Mr. CHAN Man Wai,
Mr. KU Hok Chiu, Ms. WENG Peihe*

Independent non-executive directors: *Mr. KWONG Chi Keung, Mr. KWONG Ping Man,
Mr. CHEUNG Kin Ting Alfred*

** For identification purpose only*