

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



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 BEPPU IN HONG KONG

This is a voluntary announcement made by the Company.

POSSIBLE FORMATION OF JOINT VENTURE WITH BEPPU IN HONG KONG

The Board is pleased to announce that on 29 July 2014, Tang & Rich Catering, a non-wholly owned subsidiary of the Company, entered into a non-legally binding MOU with an independent third party, Beppu, pursuant to which Tang & Rich Catering and Beppu intend to form a joint venture to operate self-owned restaurants principally serving Malaysian dishes under the PappaRich Trademark in Hong Kong. The parties are still in the course of negotiating and finalizing the terms of the joint venture arrangement.

The entering into the MOU by Tang & Rich Catering 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. The formation of a joint venture with Beppu may or may not proceed and 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 in the shares in the Company.

DEFINITIONS

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

“Beppu”	Beppu Group Limited, a company incorporated in Hong Kong with limited liability.
“Board”	the board of directors of the Company

“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)
“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 29 July 2014 entered into between Tang & Rich Catering and Beppu in relation to the proposed formation of a joint venture for the purpose of opening PappaRich outlets in Hong Kong
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
“Tang & Rich Catering”	Tang & Rich Catering Management Limited, a company incorporated in Hong Kong with limited liability and a non-wholly owned subsidiary of the Company
“Trademark”	the trademark  , which is registered in Hong Kong and owned by Tang & Rich Catering

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

Hong Kong, 29 July 2014

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**