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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

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

Reference is made to the Bund 8-1 Announcements.

On 4 June 2012, Shanghai Chang Ye, Shanghai Chang Sheng, Zendai Wudaokou and Greentown Heseheng, four wholly-owned subsidiaries of the Group were served with a 傳票 (document of summons*) issued by Shanghai No. 1 Intermediate People's Court in relation to the Court Action initiated by Zhejiang Fosun.

As advised by the Company's PRC legal advisers, the Acquisition does not involve a transfer of equity interest in Haizhimen and therefore does not constitute a breach of any pre-emptive rights and hence the Claims are without bases.

The Company considers that the Claims do not have any material adverse effect on the operation 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**").

Reference is made to the announcements of SOHO China Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 29 December 2011 and 31 May 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.

On 9 January 2012, pursuant to a supplemental agreement to the Equity Transfer and Loan Assignment Agreement, the parties thereto agree that 上海長昇投資管理諮詢有限公司 (Shanghai Chang Sheng Investment Management Consulting Co., Ltd.*) ("**Shanghai Chang Sheng**"), a wholly-owned subsidiary of the Company, shall assume all rights, obligations and liabilities of Shanghai Chang Ye under the Equity Transfer and Loan Assignment Agreement.

On 4 June 2012, Shanghai Chang Ye, Shanghai Chang Sheng, Zendai Wudaokou and Greentown Hesheng, all are wholly-owned subsidiaries of the Company, were served with a 傳票 (document of summons*) issued by Shanghai No. 1 Intermediate People’s Court to attend a hearing at 9:00 a.m. on 2 August 2012 in relation to the Court Action initiated by Zhejiang Fosun, relating to disputes on asset damage and compensation (財產損害賠償糾紛).

Pursuant to the 民事起訴狀 (statement of claims*) issued by Zhejiang Fosun as attached to the 傳票 (document of summons*), among other things,

1. Shanghai Chang Ye, Shanghai Chang Sheng, Zendai Wudaokou and Greentown Hesheng have been named as four of the defendants in the Court Action;
2. Zhejiang Fosun requested orders be made:
 - (a) to invalidate the Equity Transfer and Loan Assignment Agreement;
 - (b) to invalidate the equity transfer agreement in relation to the transfer of 100% equity interests in Zendai Wudaokou by Shanghai Zendai Land to Shanghai Chang Sheng (the “**Zendai Wudaokou Transfer**”);
 - (c) to invalidate the equity transfer agreement in relation to the transfer of 100% equity interests in Greentown Hesheng by Zhejiang Jiahe to Shanghai Chang Sheng (the “**Greentown Hesheng Transfer**”); and
 - (d) such that the ownership of Zendai Wudaokou and Greentown Hesheng be restated to the state prior to the Zendai Wudaokou Transfer and Greentown Hesheng Transfer, i.e. Zendai Wudaokou and Greentown Hesheng be 100% owned by Shanghai Zendai Land and Zhejiang Jiahe, respectively.

(item 2 above is hereinafter collectively referred to as the “**Claims**”)

As advised by the Company’s PRC legal advisers, the Acquisition does not involve a transfer of equity interest in Haizhimen and therefore, the transfer of the entire equity interests in Zendai Wudaokou and Greentown Hesheng by the Vendors to the Group does not constitute a breach of any pre-emptive rights and hence the Claims are without bases. The Company considers that the Claims do not have any material adverse effect on the operation or financial position of the Group.

Save as disclosed above, the Company has no other information that is required to be disclosed under Rule 13.09 of the Listing Rules.

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, 5 June 2012

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

* *For identification purpose only*