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Value Convergence Holdings Limited

(Incorporated in Hong Kong with limited liability)

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

DISCLOSURE PURSUANT TO RULES 13.13 AND 13.15 OF THE LISTING RULES

This announcement is made pursuant to Rules 13.13 and 13.15 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Under Rule 13.13 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), a general disclosure obligation arises where the relevant advance to an entity (as defined under Rule 13.11(2) of the Listing Rules) by Value Convergence Holdings Limited (the “**Company**”) and its subsidiaries (collectively “the **Group**”) exceeds 8% of the assets ratio as defined under Rule 14.07(1) of the Listing Rules.

VC Brokerage Limited (“**VC Brokerage**”), a wholly-owned subsidiary of the Company, has made an advance (the “**Advance**”) on normal commercial terms and in the ordinary and usual course of business of the Group to Kaiser Asset Management Limited (“**Kaiser**”) primarily to trade listed securities on the Stock Exchange by way of securities margin financing. The outstanding balance of the Advance as at 10 August 2011 amounted to approximately HK\$57.0 million, representing approximately 8.02% and 9.67% of the published audited total assets and net assets of the Group as at 31 December 2010 respectively. The Advance is secured by the listed securities in the custody of VC Brokerage with the collateral value of approximately HK\$81.8 million as at 10 August 2011. The Advance is made at an interest rate of 9% and is repayable in full on demand.

To the best knowledge, information and belief of the directors of the Company (the “**Directors**”), having made all reasonable enquiries, Kaiser is a third party independent of the Company and its connected persons (as defined under the Listing Rules).

The Advance was made on the basis of VC Brokerage’s credit assessments made on the client’s financial strength, repayment ability and securities collateral provided. Any collateral provided by the relevant entity for listed securities margin financing will not be released by VC Brokerage unless and until all sums due and owing to VC Brokerage either have been fully repaid by the relevant entity or continue to be fully covered by the remaining collateral. After taking into account the factors as disclosed above in assessing the risks of the Advance, the Company considers that the risks involved in the Advance are relatively low.

As the Advance exceeds 8% of the Company's latest published audited total assets in the amount of approximately HK\$710.2 million as at 31 December 2010, the Company is under a general disclosure obligation to disclose certain particulars of the Advance under Rules 13.13 and 13.15 of the Listing Rules.

By order of the board of
Value Convergence Holdings Limited
Wong Yee Wah
Company Secretary

Hong Kong, 11 August 2011

As at the date of this announcement, the board of Directors comprises six executive Directors, namely, Mr. Chau King Fai, Philip, Mr. Cheng Tze Kit, Larry (Chief Investment Officer), Ms. So Wai Yee, Betty (Chief Financial Officer), Ms. Lam Yuk Ying, Elsa, Mr. Zhou Wentao and Mr. Tin Ka Pak, Timmy; three non-executive Directors, namely, Dr. Lee Jun Sing (Chairman), Mr. Lam Cho Ying, Terence Joe and Ms. Wang Ying; and three independent non-executive Directors, namely, Mr. Lam Kwok Hing, Wilfred, Mr. Tse On Kin and Mr. Lam Ka Wai, Graham.