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SHENGUAN HOLDINGS (GROUP) LIMITED

神冠控股(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00829)

VOLUNTARY DISCLOSURE ACQUISITION OF INTERESTS BY A SUBSTANTIAL SHAREHOLDER

The Board announces that Ms. Zhou, through Rich Top Future, acquired 400,000 Shares, 100,000 Shares, 100,000 Shares, 300,000 Shares, 200,000 Shares, 480,000 Shares, 118,000 Shares and 200,000 Shares, representing in aggregate approximately 0.057% of the issued share capital of the Company as at the date of this announcement, on 6, 7, 10, 21, 24 October, 30 November, 2 and 22 December 2011, respectively. Consequently, Ms. Zhou is interested in a total of 2,135,166,000 Shares, representing approximately 64.271% of the issued share capital of the Company as at the date of this announcement.

This announcement is made voluntarily by Shenguan Holdings (Group) Limited (the “**Company**”).

Reference is made to the announcements of the Company dated 8, 26, 30 September and 4 October 2011, respectively. The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that Ms. Zhou Yaxian (“**Ms. Zhou**”), through Rich Top Future Limited (“**Rich Top Future**”), acquired 400,000 shares of the Company (the “**Shares**”), 100,000 Shares, 100,000 Shares, 300,000 Shares, 200,000 Shares, 480,000 Shares, 118,000 Shares and 200,000 Shares, representing in aggregate approximately 0.057% of the issued share capital of the Company as at the date of this announcement, on 6, 7, 10, 21, 24 October, 30 November, 2 and 22 December 2011, respectively (collectively, the “**Acquisition**”). Ms. Zhou is one of the substantial shareholders of the Company, the Chairman of the Company, an executive Director and the beneficial owner of the entire issued share capital of Shenguan Biology Science & Technology Investment Company Limited (“**Hong Kong Shenguan**”) which holds 100% interest in Glories Site Limited (“**Glories Site**”), which in turn, holds approximately 65.45% interest in Rich Top Future which beneficially holds 1,883,426,000 Shares as at the date of this announcement. Hong Kong Shenguan also holds 100% interest in Xian Sheng Limited (“**Xian Sheng**”) which beneficially holds 248,040,000 Shares as at the date of this announcement. As at the date of this announcement, Hong Kong Shenguan beneficially holds 3,700,000 Shares. Therefore, Ms. Zhou is deemed or taken to be, interested in all the Shares which are beneficially owned by Hong Kong Shenguan, Rich Top Future and Xian Sheng for the purpose of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Ms. Zhou is also a director of each of Hong Kong Shenguan, Glories Site, Rich Top Future and Xian Sheng. After the Acquisition and as at the date of this announcement, Ms. Zhou is interested in a total of 2,135,166,000 Shares, representing approximately 64.271% of the issued share capital of the Company.

By Order of the Board
Shenguan Holdings (Group) Limited
Zhou Yaxian
Chairman

Hong Kong, 29 December 2011

As at the date of this announcement, the executive Directors are Ms. Zhou Yaxian, Ms. Cai Yueqing, Mr. Shi Guicheng and Mr. Ru Xiquan; the non-executive Director is Mr. Low Jee Keong; and the independent non-executive Directors are Mr. Tsui Yung Kwok, Mr. Meng Qinguo and Mr. Yang Xiaohu.