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**Timeless Software Limited**  
*(incorporated in Hong Kong with limited liability)*  
**(Stock code: 8028)**

**DELAY IN DESPATCH OF CIRCULAR  
IN RELATION TO THE  
VERY SUBSTANTIAL ACQUISITION**

Reference is made to the announcement (the “**Announcement**”) issued by Timeless Software Limited dated 7 September 2011 in relation to the Acquisition. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

The Announcement stated that a circular (“**Circular**”) in relation to the Acquisition will be despatched to the Shareholders on or before 31 October 2011. As additional time is required to prepare and finalise the information (including certain financial information of the enlarged Group and the Competent Person’s Report and the Valuation Report on the Target Mines) to be disclosed in the Circular, the Company expects that the Circular will be despatched to the Shareholders on or before 31 December 2011.

By Order of the Board  
**Timeless Software Limited**  
**Cheng Kin Kwan**  
*Chairman*

Hong Kong, 31 October 2011

*As at the date of this announcement, the Board comprises six executive Directors, namely Mr. Cheng Kin Kwan (Chairman), Mr. Law Kwai Lam, Ms. Leung Mei Sheung Eliza, Ms. Zheng Ying Yu, Mr. Fung Chun Pong Louis and Mr. Liao Yun; and three independent non-executive Directors, namely Ms. Tsang Wai Chun Marianna, Mr. Chan Mei Ying Spencer and Mr. Lam Kwai Yan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least seven days from the date of its publication and on the Company’s website at <http://www.timeless.com.hk>.*