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Timeless Software Limited

(incorporated in Hong Kong with limited liability)

(Stock code: 8028)

UPDATE ON LITIGATION

Reference is made to the announcements (the “**Announcements**”) of Timeless Software Limited (the “**Company**”) dated 23 September 2011 and 27 March 2012 in respect of the civil proceedings brought against Timeless (Beijing) by Ningxia Educational. Unless otherwise specified, terms used herein shall have the same meanings as those defined in the Announcements.

The board of directors of the Company announces that on 1 April 2012, Timeless (Beijing) was served a copy of the appeal petition filed by Ningxia Education against the decision of the Higher People’s Court in Ningxia Hui Autonomous Region.

The Company is currently seeking legal advice from its PRC legal advisers in respect of the aforesaid appeal by Ningxia Education and will make further announcement in due course as to any material development in connection with the aforesaid appeal.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

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

Hong Kong, 5 April 2012

As at the date of this announcement, the board of directors of the Company 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 of the Company 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 of the Company, 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>.