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INTERCHINA HOLDINGS COMPANY LIMITED

國中控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 202)

CLARIFICATION ANNOUNCEMENT

Reference is made to the announcement of the Company dated 27 April 2009 (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those used in the Announcement.

The Board would like to clarify that the term “take leave” has been wrongly translated in the Chinese version of the Announcement as “辭職”.

In particular, Shareholders’ attention is drawn to paragraph 2 of the table charting the recommendations from the investigation committee and the actions taken by the Board in the section headed “獨立調查委員會之調查結果” of the Announcement, which should be read as follows (with emphasis added):

獨立調查委員會之推薦意見

- 獨立調查委員會建議張揚立
即**休假**

董事會採取之行動

董事會於調查期間確曾要求張揚**休假**。然而，張揚解釋，彼主要專注於有關黑龍江黑龍股份有限公司之交易（包括但不限於恢復股份買賣及安排額外融資，詳情載於本公司二零零八年一月三十一日之通函），這對本集團未來營運至關重要。因此，彼拒絕**休假**。董事會謹此聲明，張揚除出席二零零九年三月二十九日之會議親自說明情況外，再無出席董事會就目前指控舉行之任何會議，以使董事會獨立處理有關事宜。

By order of the Board of
Interchina Holdings Company Limited
Lam Cheung Shing, Richard
Director and Company Secretary

Hong Kong, 28 April 2009

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Yang, Mr. Zhu Yongjun, Mr. Chan Wing Yuen, Hubert and Mr. Lam Cheung Shing, Richard and the independent non-executive directors of the Company are Ms. Ha Ping, Mr. Ho Yiu Yue, Louis and Mr. Ko Ming Tung, Edward.