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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)

### PROPOSED CAPITAL REORGANISATION

#### EXPECTED TIMETABLE

Reference is made to the announcement dated 24 July 2009 (the “**Announcement**”) issued by the Company in respect of the Capital Reorganisation and the Increase in Authorised Share Capital. Terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

The purpose of this announcement is to set out the expected timetable of the Capital Reorganisation. Please refer to the Announcement for the details of the Capital Reorganisation. The expected timetable is as follows:

2009

Last time for lodging form of proxy in respect of the EGM ( <i>Note 1</i> ) . . . . .	3:00 p.m. 16 September
EGM ( <i>Note 1</i> ) . . . . .	3:00 p.m. 18 September
Announcement of the result of the EGM to be published. . . . .	18 September
Notice of the hearing date of the petition to confirm the Capital Reduction published in the newspapers ( <i>Note 2</i> ) . . . . .	21 October
Hearing of the petition to confirm the Capital Reduction ( <i>Note 2</i> ). . . . .	10 November
Announcement of the result of hearing of the petition to confirm the Capital Reduction and the Effective Date to be published ( <i>Notes 2 &amp; 4</i> ) . . . . .	11 November
Registration of the order of the Court to confirm the Capital Reduction and the minute thereof with the Registrar of Companies in Hong Kong ( <i>Note 3</i> ) . . . . .	13 November

Effective Date ( <i>Notes 3 &amp; 4</i> ) . . . . .	after 4:00 p.m. 13 November
First day of free exchange of the existing Share certificates for the Consolidated Share certificates. . . . .	16 November
Dealings in the Consolidated Shares commence . . . . .	9:30 a.m. 16 November
Original counter for trading in the existing Shares in board lots of 5,000 Shares (in the form of existing share certificates) closes . . . . .	9:30 a.m. 16 November
Temporary counter for trading in the Consolidated Shares in board lots of 500 Consolidated Shares (in the form of existing share certificates) opens . . . . .	9:30 a.m. 16 November
First day for designated broker to stand in the market to provide matching service for selling and buying of odd lots of the Consolidated Shares . . . . .	9:30 a.m. 30 November
Original counter for trading in the Consolidated Shares in board lots of 5,000 Consolidated Shares (in the form of new share certificates) re-opens . . . . .	9:30 a.m. 30 November
Parallel trading in the Consolidated Shares (in the form of new and existing share certificates) commences. . . . .	9:30 a.m. 30 November
Latest time for designated broker to stand in the market to provide matching service for selling and buying of odd lots of the Consolidated Shares . . . . .	4:00 p.m. 18 December
Temporary counter for trading in the Consolidated Shares in board lots of 500 Consolidated Shares (in the form of existing share certificates) removes . . . . .	4:00 p.m. 18 December
Parallel trading in the Consolidated Shares (in the form of new and existing share certificates) ends . . . . .	4:00 p.m. 18 December
Last day of free exchange of the existing Share certificates for the Consolidated Share certificates. . . . .	23 December

*Notes:*

1. The forms of proxy and, if required by the Company, the power of attorney or other authority (if any) under which it is signed or a notarially certified copy or office copy of such power or authority, shall be deposited at the Registrar at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event, not later than 48 hours before the time appointed for holding the EGM and taking the poll therein or the adjourned meeting thereof. Completion and return of a form of proxy for the EGM will not preclude a Shareholder from attending and voting in person at the EGM or any adjournment thereof should the Shareholder so wish. In such event, the returned form of proxy will be deemed to have been revoked.
2. The date of hearing of the petition is subject to the availability of the date for the Court to confirm the Capital Reduction and is subject to change. Further announcement(s) will be made as and when appropriate.
3. The Capital Reorganisation will become effective when the Capital Reduction, which forms part of the Capital Reorganisation, is confirmed by the Court and a copy of the order of the Court and a minute of order approved by the Court containing the particulars required under the Companies Ordinance are delivered to the Registrar of Companies in Hong Kong for registration, which is expected to take place on 13 November 2009.
4. Effective Date shall mean the date upon which the Capital Reorganisation becomes unconditional and effective when all the conditions to which it is subject are satisfied.

If there is any change in this expected timetable, the Company will make further announcement.

By order of the Board  
**Interchina Holdings Company Limited**  
**Lam Cheung Shing, Richard**  
*Chief Executive Officer and Executive Director*

Hong Kong, 21 August 2009

*As at the date of this announcement, the executive Directors are Ms. Wing Man Yi, Mr. Lam Cheung Shing, Richard and Mr. Zhu Yongjun and the independent non-executive Directors are Ms. Ha Ping, Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Dr. Fu Tao*