

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



INTERCHINA HOLDINGS COMPANY LIMITED

國 中 控 股 有 限 公 司

(incorporated in Hong Kong with limited liability)

(Stock Code: 00202)

COMPLETION OF PLACING

The Board is pleased to announce that the Placing was completed on 19 May 2010 in accordance with the terms and conditions of the Placing Agreement in which an aggregate of 440,000,000 Placing Shares have been successfully placed to not fewer than six placees, who and whose ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined in the Listing Rules), at the Placing Price of HK\$0.65 per Placing Share.

Reference is made to the announcement of the Company dated 28 April 2010 (the “Announcement”) in relation to, among other things, the Placing. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

The Board is pleased to announce that all conditions set out in the Placing Agreement have been fulfilled and the Placing was completed on 19 May 2010. An aggregate of 440,000,000 Placing Shares, representing approximately 15.92% of the issued share capital of the Company as at the date of this announcement, have been successfully placed to not fewer than six placees, who and whose ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined in the Listing Rules), at the Placing Price of HK\$0.65 per Placing Share. The net proceeds from the Placing amount to approximately HK\$278,000,000.

None of the Placees has become a substantial Shareholder immediately following completion of the Placing.

The table below sets out the changes to the shareholding structure of the Company as a result of completion of the Placing:

	Immediately before the Placing		As at the date of this announcement	
	<i>Number of Shares</i>	<i>Approximate percentage of shareholding (%)</i>	<i>Number of Shares</i>	<i>percentage Approximate of shareholding (%)</i>
Zhang Yang	534,296,500	22.99	534,296,500	19.33
Yao Kangda	149,500,000	6.43	149,500,000	5.41
Public:				
Placees	—	—	440,000,000	15.92
Other Public Shareholders	1,640,422,863	70.58	1,640,422,863	59.34
Total	<u>2,324,219,363</u>	<u>100.00</u>	<u>2,764,219,363</u>	<u>100.00</u>

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

Hong Kong, 19 May 2010

As at the date of this announcement, the executive Directors are Mr. Zhang Jack Jiyei, 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.