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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: 00202)**

### **CHANGE IN SHAREHOLDING, RESIGNATION OF CHAIRMAN AND DIRECTOR**

#### **Change in shareholding**

The board of directors (the “Board”) of Interchina Holdings Company Limited (the “Company”) announces that it has been notified by Mr. Zhang Yang (“Mr. Zhang”), a substantial shareholder of the Company, an executive director and the chairman of the Company, on 9 October 2011 that Mr. Zhang has entered into an agreement (the “Agreement”) for the sale of 1,033,300,000 shares of HK\$0.10 each of the Company (the “Shares”) (representing approximately 29% of the existing issued share capital of the Company) at HK\$0.27 per Share (the “Sale Shares”) to a third party independent of and not connected with the Company and its connected persons (as defined in the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited). The sale of the Sale Shares is expected to be completed within three days from the date of the Agreement. Upon completion of the transfer of the Sale Shares, Mr. Zhang would not have any interest in the securities of the Company.

#### **Resignation of director and chairman**

The Board of the Company also announces that Mr. Zhang has resigned as executive director and chairman of the Company with effect from 10 October 2011 due to he needs to devote more time to do his personal business. Mr. Zhang confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

Following Mr. Zhang’s resignation, there remains the outstanding appointment of chairman of the Company. The Company is in the progress of identifying suitable candidate with appropriate qualifications to fill the vacancy and will keep shareholders of the Company informed of the progress of such appointment by further announcement.

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Zhang for his valuable contributions to the Company.

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

Hong Kong, 9 October 2011

*As at the date of this announcement, the executive Directors are Mr. Zhang Yang, Mr. Lam Cheung Shing, Richard, Mr. Zhu Yongjun and Mr. Wong Hin Shek; and the independent non-executive Directors are Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Mr. Chi Chi Hung, Kenneth*